Form 3160-3 (December 1990)

TED STATES

SUBMIT IN TENLICATE* (Other instruction reverse side)

Form approved. Budget Bureau No. 1004-0136

Expires: December 31, 1991

DEPARTMENT OF THE INTERIOR

5. LEASE DESIGNATION AND SERIAL NO.

		BUREAU OF LAND M	ANAGEMENT					UTU-73752	
	APPLICATI	ON FOR PERMI	T TO DRILL	OR D	EEPEN			6. IF INDIAN, ALLOTTE N/A	E OR TRIBE NAME
la. TYPE OF WORK	DRILL X	DEEP	EN 🗆					7. UNIT AGREEMENT N Drunkards Wa	AME sh UTU67921X
b. TYPE OF WELL OIL WELL	1231	HER	SINGLE ZONE	X	MULTIPLE ZONE			8. FARM OR LEASE NA USA 20-288	ME,WELL NO.
	R GAS CORPOR	ATION						9. API WELL NO.	· · · · · · · · · · · · · · · · · · ·
	So. 100 E. Pri	ce, Utah 84501 (. ,	'6				10. FIELD AND POOL, O Drunkards Was	
At surface 1566' At proposed prod. zone	FSL, 1125' FWL u ⁿⁿ 3 ⁴³	in accordance with any State requi	C	ONF	IDENTI	AL		11. SEC.,T.,R.,M., OR BL AND SURVEY OR AR NW/4,SW/4, Sec R10E, SLB&M	.20, T15S,
	s and direction from 6.5 miles south o	NEAREST TOWN OR POST OF f Price, Utah	FICE*		-			12. COUNTY OR PARISH Carbon	UTAH
15. DISTANCE FROM PR LOCATION TO NEAR PROPERTY OR LEAS (Also to nearest drig. un	REST SE LINE, FT.	1566'	16, NO. OF ACRES IN 1240	LEASE 0.96 acre	es		17. NO. OF TO THI	acres assigned s well 160 acres	
18. DISTANCE FROM PR LOCATION TO NEAL DRILLING, COMPLE APPLIED FOR, ON TH	REST WELL, TTED, OR HIS LEASE,FT.	2400'	19. PROPOSED DEPTH					or cable tools Rotary	
21. ELEVATIONS (Show 5678' G								Approx. date work wii August 1998	L START*
23.		PROPOSED CA	SING AND CEME	NTING P	ROGRAM				
SIZE OF HOLE	GRADE, SIZE OF CAS	ING WEIGHT PER FOO	T SETTING DE	EPTH			QUANTIT	Y OF CEMENT	
14"	12-3/4'	" Conducto	r 25'						"
11"	8-5/8"		243'	1	08 sks. G+2	% CaC	l+1/4# pe	r sack flocel	
7- 7/8"	5-1/2"	17 #/ft	2430'		236sks 5050POZ+8%eel+2%CaCl+10%extender75sks*'C7*thixatronic				nic

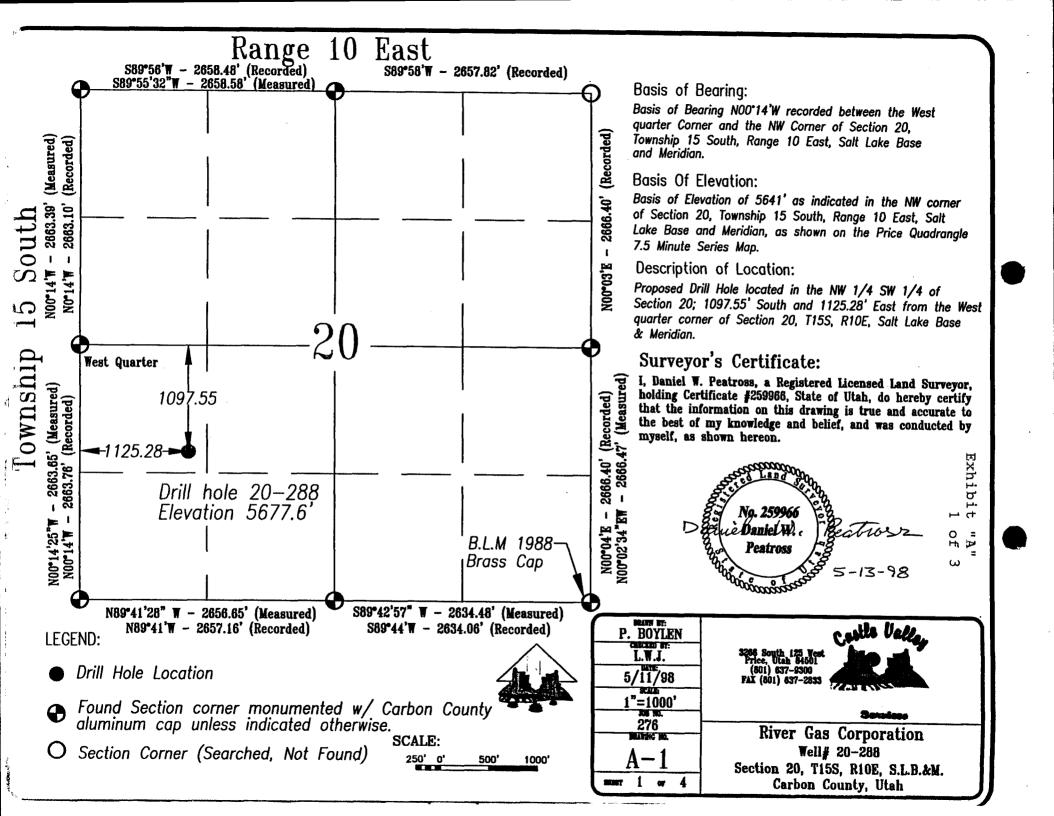
SEE ATTACHED



IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM: If proposal is to deepen, give data present productive zone and proposed new productive zone. If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout preventer program, if any

			'	•				
24.	SIGNED	Don	Hamilton	TITLE	Permit Specialist	DATE_	June 11, 1998	
_	(This space for	or Federal or Sta	ate office use)					
	PERMIT NO),	43-007-30451 Federal Approx	al of this	APPROVAL DATE			
	Application	approval doe	s not warractiontile White	engligant holds legal or e	quitable title to those rights in the subjec	t lease which would entitle	he applicant to conduct oper	rations thereon.
	CONDITION	IS OF APPROV	AL IF ANY:		BRADLEY G. HI RECLAMATION SPECIA	!! !	6/23/98	
			< 10 1 -				1 /	

*See Instructions On Reverse Side



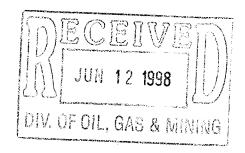


RIVER GAS CORPORATION

CONFIDENTIAL

UTAH OPERATIONS 1305 South 100 East Price, Utah 84501 Bus. (435) 637-8876 FAX (435) 637-8924

June 11, 1998



Mr. Eric Jones Petroleum Engineer Bureau of Land Management 82 E. Dogwood Moab, Utah 84532

RE: Application for Permit to Drill-USA 20-288, NW/4,SW/4, Sect.20 T15S, R10E, SLB & M, Carbon County, Utah

Dear Eric:

Enclosed is the original of the *Application for Permit to Drill* (APD) for the above named well. Included with the APD is the following information:

Exhibit "A"- Survey plat of the proposed well site;

Exhibit "B" - Proposed Location Map with Pipeline, Power, and Road Access;

Exhibit "C" - Drilling Site Layout;

Exhibit "D" - On-site Inspection Checklist;

Exhibit "E" - Production Site Layout;

Exhibit "F" - Typical Road Cross-section;

Exhibit "G" - BOP Diagram;

Exhibit "H" - Typical Wellhead Manifold;

Please accept this letter as River Gas Corporation's written request for confidential treatment of all information contained in and pertaining to this permit application, if said information is eligible for such consideration.

Thank you very much for your timely consideration of this application. Please feel free to contact me if you have any questions.

Sincerely,

Don S. Hamilton

Don S. Hamilton

Permit Specialist

cc: Mr. Don Stephens, BLM, Price, Utah

Mr. Chuck Snure, Texaco

Mr. R.A. Lamarre, Texaco

Mr. Gee Lake, Jr., Dominion Resources

Mr. John Baza, DOGM

Mrs. Tammie Butts, River Gas Corporation

RGC Well File

<u>UT-060-3160-1</u> December, 1992

Bureau of Land Management Moab District Application for Permit to Drill On-Site Inspection Checklist

Company	River Gas Corporation	Well No. 20-288
Location:	Sec. <u>20</u> , T <u>15</u> S, R <u>10</u> E,	Lease No. UTU-73752
On-Site In	spection Date:4-30-98	

All operations will be conducted in such a manner that full compliance is made with applicable laws, regulations (43 CFR 3100), Onshore Oil and Gas Orders, the approved plan of operations and the conditions of approval. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions will be furnished to the field representative to ensure compliance.

A. DRILLING PROGRAM

1. Surface Formation and Estimated Formation Tops:

Surface formation: Upper Mancos Shale Estimated top of Ferron Formation: 1,390'

2. <u>Estimated Depth at Which Oil, Gas, Water or Other Mineral Bearing Zones are Expected to be Encountered</u>

<u>Depth</u> <u>Formation</u>

Expected Oil Zones: none

Expected Gas Zones: Ferron Coal Interval: 1,410'-1,530'

Expected Water Zones: 1,410'-1,530' Expected Mineral Zones: none

All fresh water and prospectively valuable minerals encountered during drilling will be recorded by depth and will be cased and cemented. When possible, water flow rates will be measured and samples will be taken and analyzed. All oil and gas shows will be tested to determine commercial potential.

3. <u>Pressure Control Equipment-</u> include schematics of the BOP and choke manifold, and describe testing procedures: Quick Test is contracted to test the manifold, blind rams, and B.O.P to 2000 psi. Surface casing is tested to 1 psi/ft. See attachment.

BOP systems will be consistent with API RP 53 and Onshore Oil and Gas Order No. 2, with variances previously granted. Pressure tests of the surface casing and all BOP equipment potentially subject to pressure will be conducted before drilling the surface casing shoe. Blowout preventer controls will be installed prior to drilling the surface casing shoe and will remain in use until the well is completed or abandoned. Ram preventers shall be inspected and operated each trip (no more than once a day is necessary), and annular preventers shall be inspected and operated weekly to ensure good mechanical working order. These inspections shall be recorded in the drilling log and in the daily drilling report.

- 4. Casing Program and Auxiliary Equipment include casing size, weight, grade, thread and coupling, setting depth and condition (new or acceptably reconditioned): Approximately 2430' of 5 ½", 17#/ft,N-80, LT&C production casing will be installed approximately 10% of the above setting depth will be 8 5/8", 24#/ft J-55 surface casing.
- 5. <u>Cement-include</u> the cement type, density, yield, additives and amount used in setting each casing string. Also include the anticipated cement fill-up. If stage cementing, describe techniques: See cement design.
- 6. Mud Program and Circulating Medium- include mud components and weights. When air drilling, also include: length and location of blooie line; description of the auto ignitor; description of the deduster equipment; and amounts, types and characteristics of stand-by mud: Hole will be drilled with air.
- Coring, Logging and Testing Program: Bulk Density, Gamma, Neutron Density, Resistivity and Caliper logs will be ran.
 Initial opening of drill stem test tools will be restricted to daylight hours.
- 8. <u>Abnormal Conditions, Bottom Hole Pressures and Potential Hazards</u>- include anticipated bottomhole pressure and/or pressure gradient: No abnormal conditions are anticipated. Formation is slightly over-pressured. Estimated BHP: 1420 psi.
- 9. Any Other Aspects of this Proposal that should be Addressed:

B. THIRTEEN POINT SURFACE USE PLAN

The dirt contractor will be provided with an approved copy of the surface use plan of operations before initiating construction.

1. Existing Roads:

- a. Proposed route to location (submit a map depicting access and well location).
- b. Location of proposed well in relation to town or other reference point: 6.5 miles south of Price, Ut.
- c. Contact the County Road Department for use of county roads. The use of San Juan County roads will require an encroachment permit from the San Juan Road Department.
- d. Plans for improvement and/or maintenance of existing roads:
- e. Other:

2. Planned Access Roads:

- a. Location (centerline): Off of proposed USA 20-287 approx:1400'FNL,1200'FWL
- b. Length of new access top be constructed: 400'
- c. Length of existing roads to be upgraded: 2300'
- d. Maximum total disturbed width: 60'
- e. Maximum travel surface width: 25'

- f. Maximum grades: 4%
- g. Turnouts: N/A
- h. Surface materials: In-place residual of Mancos Shale
- i. Drainage (crowning, ditching, culverts, etc): Roads will be crowned with bar ditches on both sides & 2 culverts placed along new road.
- j. Cattleguards: N/A
- k. Length of new and/or existing roads which lie outside the lease boundary for which a BLM right-of-way is required: N/A
- I. Other:

Surface disturbance and vehicular travel will be limited to the approved location access road. Any additional area needed must be approved by the Area Manager advance.

If a right-a-way is necessary, no surface disturbing activities shall take place on the subject right-of-way until the associated APD is approved. The holder will adhere to conditions of approval in the Surface Use Program of the approved APD, relevant to any right-of-way facilities.

If a right-of-way is secured, boundary adjustments in the lease or unit shall automatically amend this right-of-way to include that portion of the facility no longer contained within the lease or unit. In the event of an automatic amendment to this right-of-way grant, the prioron-lease/unit conditions of approval of this facility will not be affected even though they would now apply to facilities outside of the lease/unit as a result of a boundary adjustment. Rental fees, if appropriate shall be recalculated based on the conditions of this grant and the regulations in effect at the time of an automatic amendment.

If the well is productive, the access road will be rehabilitated or brought to Resource (Class III) Road Standards within 60 days of dismantling the rig. If upgraded, the access road must be maintained at these standards until the well is properly abandoned. If this time frame cannot be met, the Area Manager will be notified so that temporary drainage control can be installed along the access road.

- 3. <u>Location of Existing Wells</u>-on a map, show the location of all water, injection, disposal, producing and drilling wells within a one mile radius of the proposed well, and describe the status of each: See Attachment "B"
- 4. <u>Location of Production Facilities:</u>
 - a. On-site facilities: See Attachment "E"
 - b. Off-site facilities: none
 - c. Pipelines: N/A

All permanent (in place for six months or longer) structures constructed or installed (including oil well pump jacks) will be painted a flat, nonreflective color to match the standard environmental colors, as determined by the Rocky Mountain Five-State Interagency

Committee. All facilities will be painted within six months of installation. Facilities required by comply with the Occupational Safety and Health Act (OSHA) may be excluded. Colors will be as follows:tan

All site security guidelines identified in 43 CFR § 3163.7-5 and Onshore Oil and Gas Order No. 3 Colors will be as follows: tan

If a gas meter run is constructed, it will be located on lease within 500 feet of the wellhead. The gas flowline will be buried from the wellhead to the meter and will be buried downstream of the meter until it leaves the pad. Meter runs will be housed and/or fenced. The gas meter shall be calibrated prior to first sales and shall be calibrated quarterly thereafter. All gas production and measurement shall comply with the provisions of 43 CFR § 3162. 7-3, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3.

If a tank battery is constructed on this lease, it will be surrounded by a dike of sufficient capacity to contain 1 ½ times the storage capacity of the largest tank. All loading lines and valves will be placed inside the berm surrounding the tank battery. All oil production and measurement shall conform to the provisions of 43 CFR § 3162.7-3 and Onshore Oil and Gas Order No. 4

Production facilities on location may include a lined or unlined produced water pit as specified in NTL-2B. If water is produced from the well, an NTL-2B application must be submitted.

5. <u>Location and Type of Water Supply:</u>

All water needed for drilling purposes will be obtained from (describe location and/or show on a map): PRWID

6. Source of Construction Material:

Pad construction material will be obtained from (if the source is Federally owned, show location on a map): Private owner in East Price

The use of materials under BLM jurisdiction will conform to 43 CFR 3610.2-3.

7. Methods of Handling Waste Disposal:

Describe the methods and locations proposed for safe containment and disposal of waste material, e.g. cuttings, produced water, garbage, sewage, chemicals, etc.

The reserve pit will be lined with (native material, bentonite, synthetic material): Pit will be lined with native material unless designated otherwise by BLM officers prior to construction.

The reserve pit will be located: on the southeast end of the location, and the pit walls will be sloped at no greater than 2 to 1.

The reserve pit shall be located in cut material, with at least 50% of the pit volume being below original ground level. Three sides of the reserve pit will be fenced before drilling starts. The fourth side will be fenced as soon as drilling is completed, and shall remain until the pit is dry. As soon as the reserve pit has dried, all areas not needed for production will be rehabilitated.

Trash must be contained in a trash cage and hauled away to an approved disposal site as necessary but no later than at the completion of drilling operations.

8. Ancillary Facilities: Garbage Containers and Portable Toilets

9. Well Site Layout - depict the pit, rig, cut and fill, topsoil, etc. on a plat with a scale of at least 1" = 50'.

All well, whether drilling, producing, suspended, or abandoned, will be identified in accordance with 43 CFR 3162.6.

Access to the well pad will be from: Northwest

The blooie line will be located: on the southeast, at least 100 feet from the well head.

To minimize the amount of fugitive dust and spray escaping from the blooie pit, the following blooie line deflection method will be employed: Water Injection.

10. Plans for Restoration of the Surface:

The top 6 inches of topsoil material will be removed from the location and stockpiled separately on: Adjacent land.

Topsoil along the access road will be reserved in place adjacent to the road.

Immediately upon completion of drilling, all equipment that is not necessary for production shall removed.

The reserve pit and that portion of the location not needed for production will be reclaimed.

Before any dirt work to restore the location takes place, the reserve pit must be completely dry.

Reclaimed roads will have the berms and cuts reduced and will be closed to vehicle use.

All disturbed areas will be recontoured to replicate the natural slope.

The stockpiled topsoil will be evenly distributed over the disturbed area.

Prior to reseeding, all disturbed areas, including the access roads, will be scarified and left with a rough surface.

Seed will be broadcast or drilled between Sept. and Nov., or at a time specified by the BLM. If broadcast, a harrow or some other implement will be dragged over the seeded area to assure seed coverage.

The following seed mixture will be used:

BLM-recommended mixture.

The abandonment marker will be one of the following, as specified by BLM:

- 1) at least four feet above ground level,
- 2) at restored ground level, or

3) below ground level.

In any case the marker shall be inscribed with the following: operator name, lease number, well name and surveyed description (township, range, section and either quarter-quarter or footages).

Additional requirements:

11. Surface and Mineral Ownership: BLM

12. Other Information:

a. Archeological Concerns: None that RGC is aware of.

The operator is responsible for informing all persons in the area who are associated with this project that they will be subject to prosecution for knowingly disturbing historic or archaeological sites, or for collecting artifacts. If historic or archaeological materials are uncovered during construction, the operator is to immediately stop work that might further disturb such materials, and contact the authorized officer (AO). Within five (5) working days, the AO will inform the operator as to:

- whether the materials appear eligible for the National Register of Historic Places;
- the mitigation measures the operator will likely have to undertake before the site can be used (assuming in situ preservation is not necessary); and
- a time frame for the AO to complete an expedited review under 36 CFR 800.11 to confirm, through the State Historic Preservation Officer, that the findings of the AO are correct and that mitigation is appropriate.

If the operator wishes, at any time, to relocate activities to avoid the expense of mitigation and/or the delays associated with this process, the AO will assume responsibility for whatever recordation and stabilization of the exposed materials may be required. Otherwise, the operator will be responsible for mitigation costs. The AO will provide technical and procedural guidelines for the conduct of mitigation. Upon verification from the AO that the required mitigation has been completed, the operator will then be allowed to resume construction.

- b. Threatened and Endangered Species Concerns: No
- c. Wildlife Seasonal Restrictions (yes/no): See EIS
- d. Off Location Geophysical Testing: N/A
- e. Drainage crossings that require additional State or Federal approval: N/A
- f. Other: N/A

13. Lessee's or Operator's Representative and Certification

Representative:

Name: Don S. Hamilton

Title: Permitting Specialist

Address: 1305 South 100 East Price, Utah 84501

Phone No: (435)637-8876

Certification:

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently exists; that the statements make in this APD package are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed by RGC and its contractors and subcontractors in conformity with this APD package and the terms and

conditions under which it is approved. I also certify responsibility for the operations conducted on that portion of the leased lands associated with this application, with bond coverage being provided under BLM bond no. S304604. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

Don S. Hamil	bon and the second seco
Signature	
Permit Specialist	June 10, 1998
Title Title	Date

C. REQUIRED APPROVALS, REPORTS AND NOTIFICATIONS

Required verbal notifications are summarized in Table 1, attached.

<u>Building Location</u>- Contact the Resource Area, Natural Resource Protection Specialist at least 24 hours prior to commencing construction of location.

<u>Spud-</u> The spud date will be reported to the Resource Area Office 24 hours prior to spudding. Written notification in the form of a Sundry Notice (Form 3160-5) will be submitted the District Office within 24 hours after spudding, regardless of whether spud was made with a dry hole digger or big rig.

<u>Daily Drilling Reports</u>- Daily drilling reports shall detail the progress and status of the well and shall be submitted to the District Office on a weekly basis.

Monthly Reports of Operations- In accordance with Onshore Oil and Gas Order No. 1, this well shall be reported on Minerals Management Service (MMS) Form 3160, "Monthly Report of Operations," starting the month in which operations commence and continuing each month until the well is physically plugged and abandoned. This report will be filed directly with MMS.

Sundry Notices- There will be no deviation from the proposed drilling and/or workover program without prior approval from the Assistant District Manager. "Sundry Notices and Reports on Wells: (Form 3160-5) will be filed for approval for all changes of plans and other operations in accordance with 43 CFR 3162.3-2. Safe drilling and operating practices must be observed.

<u>Drilling Suspensions</u>- Operations authorized by this permit shall not be suspended for more than 30 days without prior approval of the Authorized Officer. All conditions of this approval shall be applicable during any operations conducted with a replacement rig.

<u>Undesirable Events</u>- Spills, blowouts, fires, leaks, accidents, or any other unusual occurrences shall be immediately reported to the Resource Area in accordance with requirements of NTL-3A.

<u>Cultural Resources</u>- If cultural resources are discovered during construction, work that might disturb the resources is to stop, and the Area Manager is to be notified.

<u>First Production</u>-Should the well be successfully completed for production, the Assistant District Manager, Minerals Division will be notified when the well is placed in producing status. Such notification may be made by phone, but must be followed by a sundry notice or letter not later than five (5) business days following the date on which the well is placed into production.

A first production conference will be scheduled as soon as the productivity of the well is apparent. This conference should be coordinated through the Resource Area Office. The Resource Area Office shall be notified prior to the first sale.

Well Completion Report- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (Form 3160-4) will be submitted to the District Office not later than thirty (30) days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs, core descriptions, core analysis, well test data, geologic summaries, sample description, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, will be filed with Form 3160-4. Samples (cuttings and/or samples) will be submitted when requested by the Assistant District Manager.

<u>Venting/Flaring of Gas-NTL-4A</u> allows venting/flaring of gas during the initial well evaluation period not to exceed 30 days or 50 MMcf. Venting/flaring beyond the initial test period threshold must be approved by the District Office.

<u>Produced Water-Produced waste water may be confined to an unlined pit for a period not to exceed 90 days after initial production.</u> During the 90 day period, an application for approval of a permanent disposal method and location, along with the required water anlysis, will be submitted to the Assistant District Manager for approval pursuant to NTL-2B.

Off-Lease Measurement, Storage, Commingling- Prior approval must be obtained from the Assistant District Manager for off-lease measurement, off-lease storage and/or commingling (either down-hole or at the surface).

<u>Plugging and Abandonment</u>- If the well is completed as a dry hole, plugging instructions must be obtained from the BLM, Moab District Office prior to initiating plugging operations. Table 1 of this document provides the after-hours phone numbers of personnel who are authorized to give plugging instructions.

A "Subsequent Report of Abandonment" (Form 3160-5) will be filed with the Assistant District Manager, Minerals Divisions within thirty (30) days following completion of the well for abandonment. This report will indicate where plugs were placed and the current status of surface restoration. Upon completion of approved plugging, a regulation marker will be erected in accordance with 43 CFR 3162.6. Final abandonment will not be approved until the surface reclamation work required by the approved APD or approved abandonment notice has been completed to the satisfaction of the Area Manager or his representative, or the appropriate surface managing agency.

TABLE 1 NOTIFICATIONS

Notify Don Stephens of the Price Resource Area, at (435)636-3608 for the following:

- 2 days prior to commencement of dirt work, construction or reclamation;
- 1 day prior to spudding;
- 50 feet prior to reaching surface and intermediate casing depths;
- 3 hours prior to testing BOPE;
- 12 hours prior to reaching kickoff point depth (if applicable).

If the person at the above number cannot be reached, notify the Moab District Office at (435) 259-6111. If unsuccessful, notify one of the people listed below.

Well abandonment operations require 24 hour advance notice and prior approval. In the case of newly drilled dry holes, verbal approval can be obtained by calling the Moab District Office, Branch of Fluid Minerals at (435) 259-6111. If approval is needed after work hours, you may contact the following:

Eric Jones, Petroleum Engineer

Office: (435) 259-6111

Home: (435) 259-2214

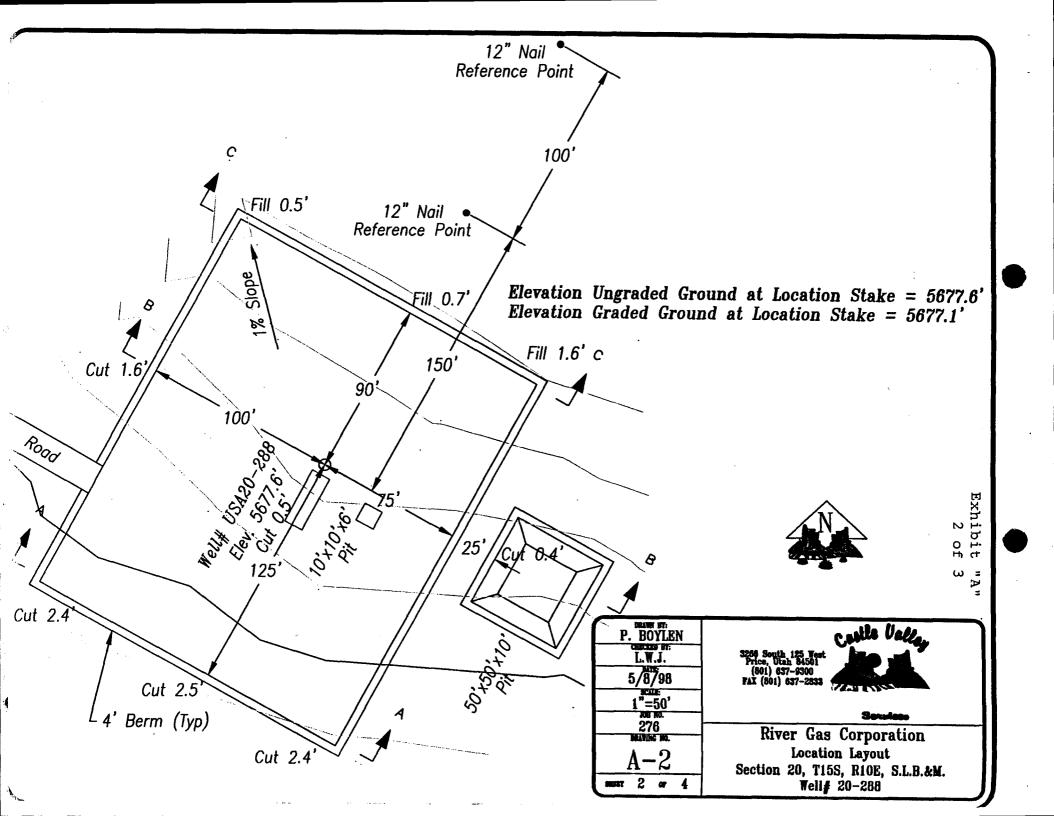
If unable to reach the above individuals, please call:

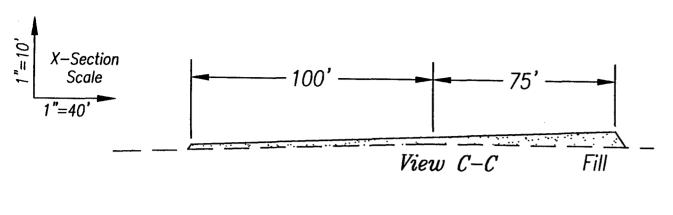
Lynn Jackson,

Office: (435) 259-6111

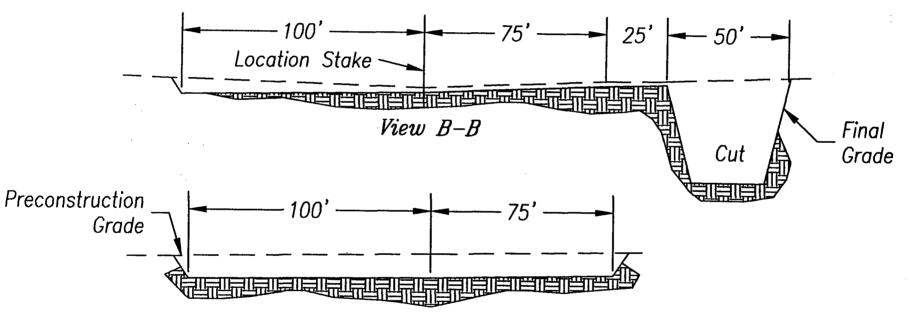
Chief, Branch of Fluid Minerals

Home: (435) 259-7990





Slope = 1 1/2 : 1 (Except Pit) Pit Slope = 1 : 1



View A-A

APPROXIMATE YARDAGES

CUT
(6") Topsoil Stripping = 750.0 Cu. Yds.

Remaining Location = 1,782.2 Cu. Yds.

TOTAL CUT = 2,532.2 Cu. Yds.

TOTAL FILL = 250.4 Cu. Yds.

P. BOYLEN	
L.W.J.	
5/8/98	
As Shown	
276	
MATING NO.	
C-1	
==== 3 or 4	

125 Vest ah 8501 87-9300 657-2833

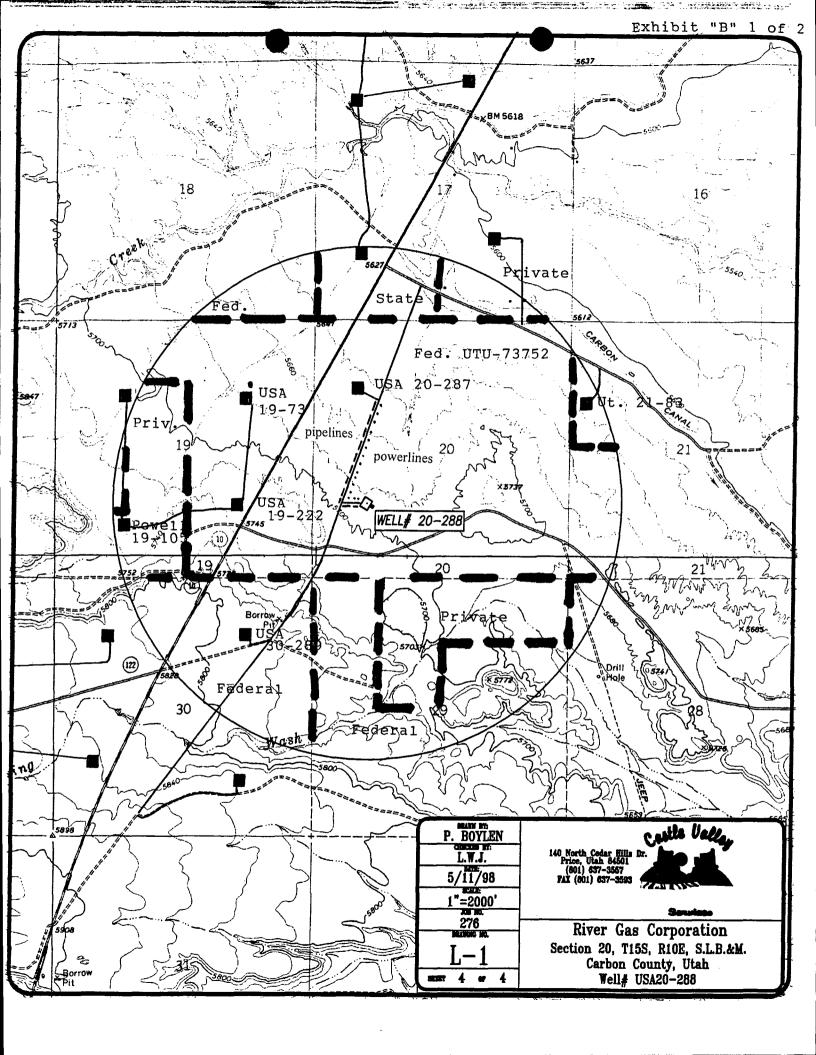
Service

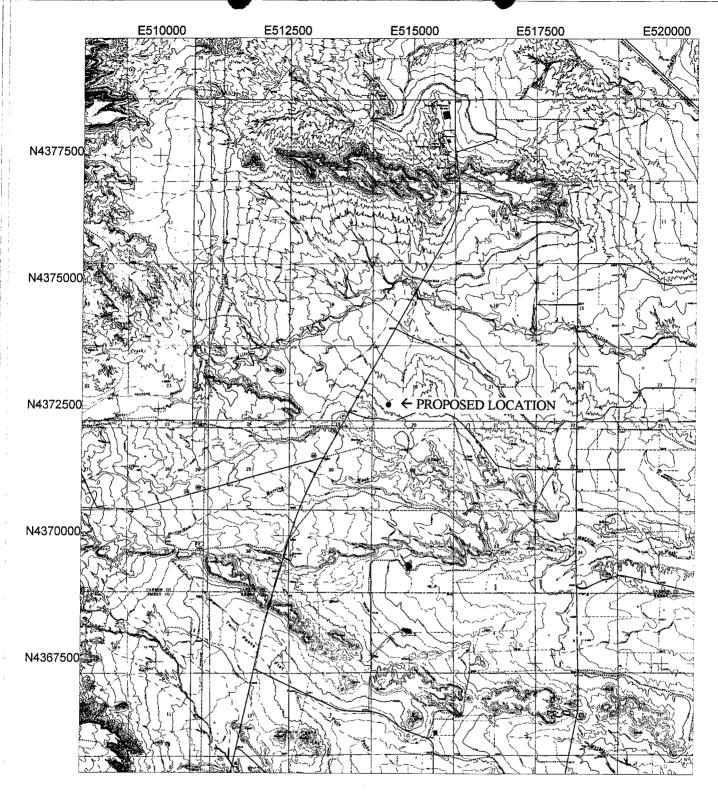
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River Gas Corporation
Typical Cross Sections
Section 20, T15S, R10E, S.L.B.&M.
Well# 20-288



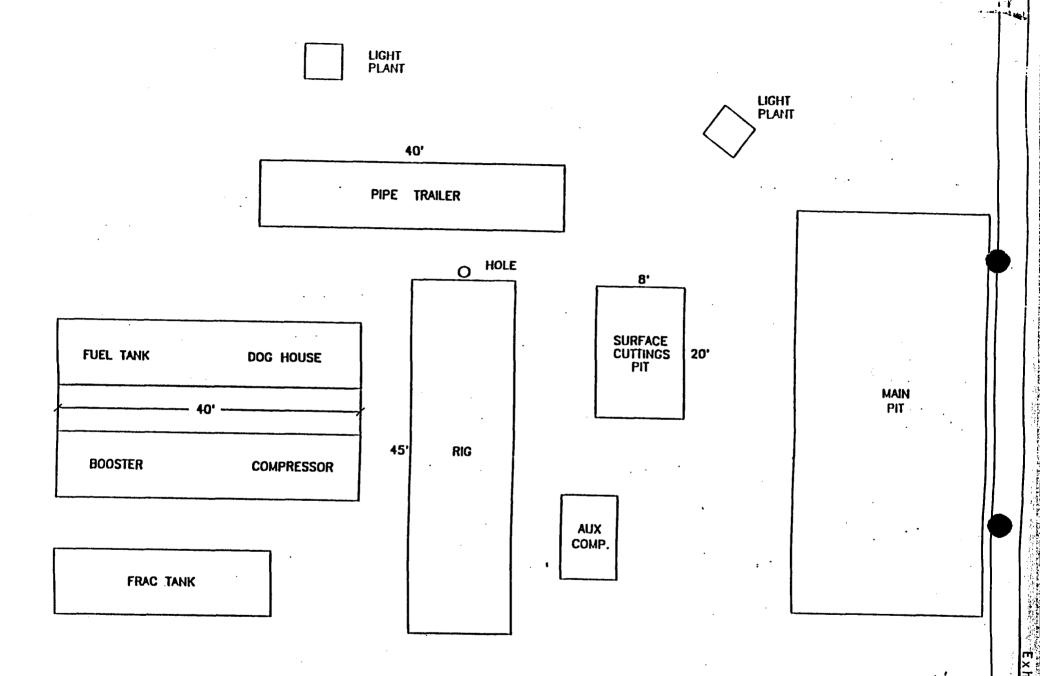


Proposed Location -- USA 20-288

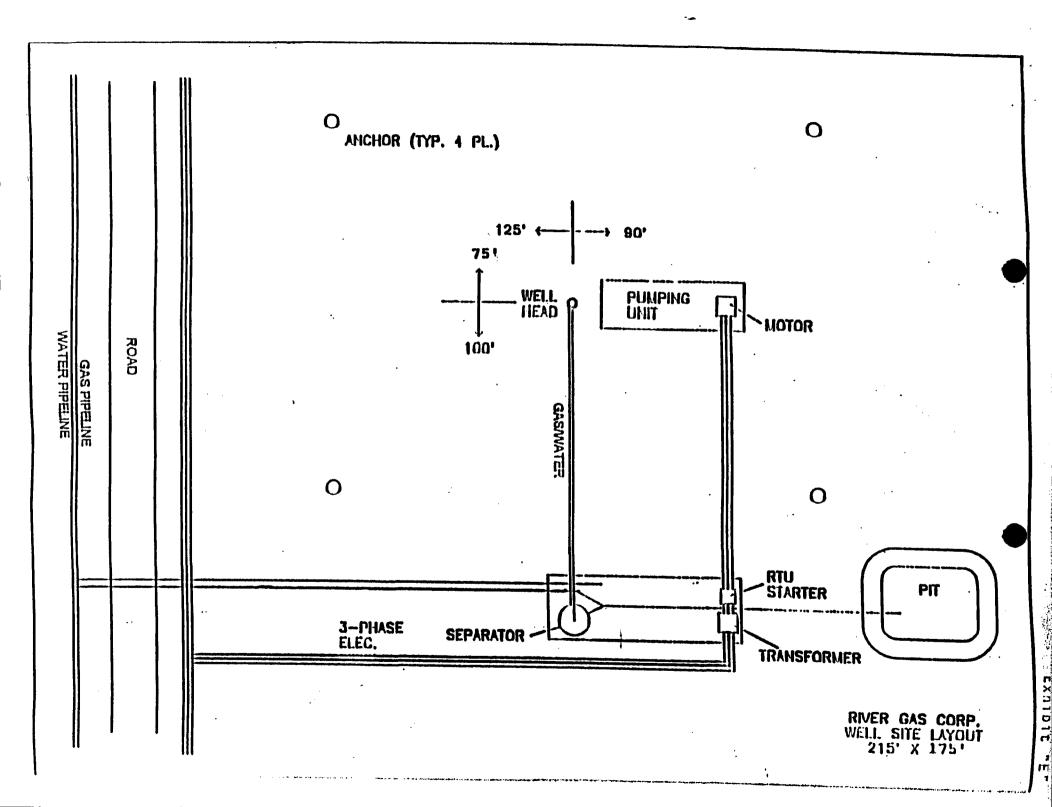
Universal Transverse Mercator North 12 NAD83 (Conus)

Scale 1:75000 0 8000 Feet

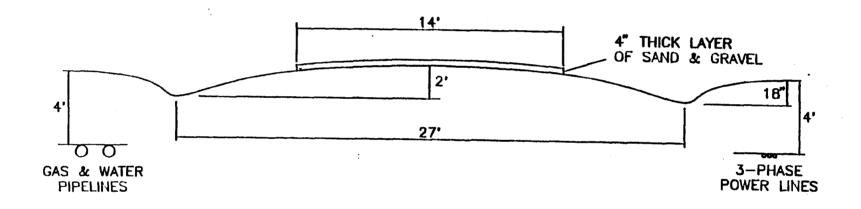
6/8/1998
Pathfinder Office™ **Trimble**



APPROXIMATE LAYOUT OF RIG & EQUIPMENT (NOT TO SCALE)



RIVER GAS CORPORATION

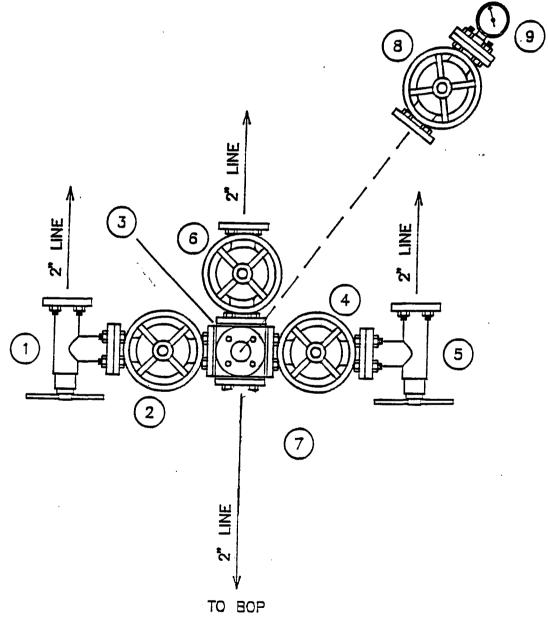


TYPICAL ROAD CROSS-SECTION

NOT TO SCALE

2" 5M FLANGED CHOKE
2" 5M GATE VALVE (FLANGED)
2" 5M STUDDED CROSS
2" 5M GATE VALVE (FLANGED)
2" 5M FLANGED CHOKE
2" 5M GATE VALVE (FLANGED)
2" LINE
2" 5M GATE VALVE (FLANGED)
3000# GAUGE

NOTE: NUMBER 8 GATE VALVE SITS ON TOP OF MANIFOLD BETWEEN STUDDED CROSS AND 3000# GAUGE.



AND A NEW 2" BALL VALVE FULL OPEN 5000PSI

MANIFOLD

United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office P.O. Box 45155 Salt Lake City, Utah 84145-0155

IN REPLY REFER TO: 3160

June 18, 1998

Memorandum

To:

Assistant District Manager Minerals, Moab District

From:

Michael Coulthard, Petroleum Engineer

Subject:

1998 Plan of Development Drunkards Wash Unit

Carbon County, Utah.

Pursuant to Email between Lisha Cordova, Division of Oil Gas and Mining, and Mickey Coulthard, Utah State Office, the following wells are planned for calendar year 1998 for the Drunkards Wash Unit, Carbon County, Utah.

WELL_NAME

QQ SECTION TOWNSHIP RANGE

USA 20-287

SURFACE

1395-FNL-0979-FWL SWNW 20

15S 10E

10E

USA 20-288

SURFACE

1566-FSL-1125-FWL NWSW 20

15S

This office has no objection to permitting the wells at this time.

/s/ Michael L. Coulthard

bcc: File - Drunkards Wash Unit

Division of Oil Gas and Mining

Agr. Sec. Chron Fluid Chron JUN 1 9 1998

DIV. OF OIL, GAS & MINING

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 06/12/98	API NO. ASSIGNED: 43-007-30451						
WELL NAME: USA 20-288 OPERATOR: RIVER GAS CORPORATION CONTACT: On Ham. 1400 (435) 637-88	(N1605) 76						
PROPOSED LOCATION: NWSW 20 - T15S - R10E SURFACE: 1566-FSL-1125-FWL BOTTOM: 1566-FSL-1125-FWL CARBON COUNTY DRUNKARDS WASH FIELD (048) LEASE TYPE: FED LEASE NUMBER: UTU-73752 SURFACE OWNER: Federal PROPOSED FORMATION: FRSD	INSPECT LOCATION BY: / / TECH REVIEW Initials Date Engineering Geology Surface						
RECEIVED AND/OR REVIEWED: Plat Bond: Federal [State [Fee [] (No. 5304/004) Potash (Y/N) Noil Shale (Y/N) *190-5(B) Water Permit (No. 1940/0 / C: 4 of 1/r; ce NA RDCC Review (Y/N) (Date: NA St/Fee Surf Agreement (Y/N)	LOCATION AND SITING: R649-2-3. Unit R649-3-2. General R649-3-3. Exception Drilling Unit Board Cause No: Date:						
COMMENTS: * Blm added to Unit P.O.D. 6-18-98. STIPULATIONS: O FEDERAL APPROVAL							
	and the state of the state of						

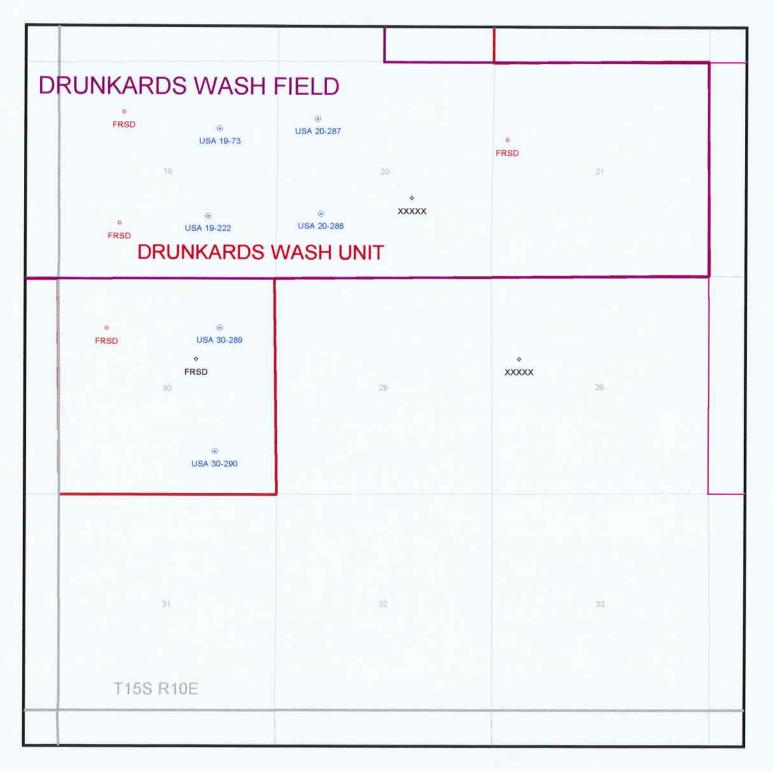


OPERATOR: RIVER GAS CORP. (N1605)

FIELD: DRUNKARDS WASH (048)

SEC. 20 & 30, TWP 15S, RNG 10E

COUNTY: CARBON UAC: R649-2-3 DRUNKARDS WASH



Michael O. Leavitt Governor Ted Stewart Executive Director Lowell P. Braxton Division Director 801-359-3940 (Fax) 801-538-7223 (TDD)

1594 West North Temple, Suite 1210 PO Box 145801 Salt Lake City, Utah 84114-5801 801-538-5340 801-359-3940 (Fax)

June 23, 1998

River Gas Corporation 1305 South 100 East Price, Utah 84501

USA 20-288 Well, 1566' FSL, 1125' FWL, NW SW, Sec. 20, Re:

T. 15 S., R. 10 E., Carbon County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. 40-6-1 et seq., Utah Administrative Code R649-3-1 et seq., and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. API identification number assigned to this well is 43-007-30451.

Sincerely,

John R. Baza

Associate Director

lwp

Enclosures

cc: Carbon County Assessor

Bureau of Land Management, Moab District Office

Operator:		River	Gas Co	rpora	tion_		
Well Name & Nu	mber: _	USA 20	-288		 ,		
API Number: _		43-007	<u>'-30451</u>				
Lease:		<u>UTU-73</u>	752				
Location	WD WW	Sec	20	Tr.	15 S	R	10 ឆ

Conditions of Approval

1. General

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for Permit to Drill.

2. Notification Requirements

Notify the Division within 24 hours prior to spudding the well or commencing drilling operations. Contact Jim Thompson at (801)538-5336.

Notify the Division prior to commencing operations to plug and abandon the well. Contact Dan Jarvis at (801) 538-5338 or Robert Krueger at (801) 538-5274.

- 3. Reporting Requirements
 - All required reports, forms and submittals shall be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.
- 4. State approval of this well does not supercede the required federal approval which must be obtained prior to drilling.

Form 3160-3 (December 1990)

SUBMIT IN TRIPLICATE*

(Other instructions on reverse side)

Form approved. Budget Bureau No. 1004-0136

Expires: December 31, 1991

UNITED STATES DEPARTMENT OF THE INTERIOR

BUREAU OF LAND MANAGEMENT

5. LEASE DESIGNATION AND SERIAL NO.
UTU-73752
010 /5/52

APPLICATION FOR PERMIT TO DRILL OR DEEPEN									6. IF INDIAN, ALLOTTEE	OR TRIBE NAME
la. TYPE OF WORK									N/A	
b. TYPE OF WELL OIL	DRILL	X	DEEPEN						7. UNIT AGREEMENT NA Drunkards Wasl	ме h UTU67921X
WELL	GAS WELL X	OTHER		SINGLE ZONE	X	MULTIPLE ZONE			8. FARM OR LEASE NAM USA 20-288	E,WELL NO.
RIVE	ER GAS CORP	ORATIC	N		,				9. API WELL NO.	11-1
3. ADDRESS AND TEL	EPHONE NO.								43-007-30	151
1305	So. 100 E.	Price, U	Itah 84501 (801)) 637-8876					10. FIELD AND POOL, OR Drunkards Wash	WILDCAT
At surface 1566	L (Report location clear) FSL, 1125' FV	y and in accord	lance with any State requirements.	*)					11. SEC.,T.,R.,M., OR BLK	
At proposed prod. zone		W.L.							AND SURVEY OR AREA NW/4,SW/4, Sec.20, T15S,	
14 DISTANCE IN MIL	ES AND DIRECTION F	ROM NEARE	ST TOWN OR POST OFFICE*						R10E, SLB&M	•
	6.5 miles sout	h of Pric	e, Utah						12. COUNTY OR PARISH Carbon	13. STATE
15. DISTANCE FROM P	ROPOSED*		16. NO	O OF ACRES IN LEAS	SF			12 10 0	1	UTAH
						FACRES ASSIGNED IS WELL 160 acres				
18. DISTANCE FROM P	ROPOSED		19. PR	OPOSED DEPTH				00.000		
LOCATION TO NEADRILLING. COMPL	ETED OR	2400	1	2430'				20. KOTARY	OR CABLE TOOLS	
APPLIED FOR, ON 1	THIS LEASE,FT.			2430					Rotary	
21. ELEVATIONS (Show 5678' (w whether DF,RT,GR,etc	i.)						22.	APPROX DATE WORK WILL August 1998	START*
23.			PROPOSED CASING	AND CEMENT	NG PRO	GDAM				
SIZE OF HOLE	GRADE, SIZE OF	CASING	WEIGHT PER FOOT	SETTING DEPTH		CICAM		OHANTI	TY OF CEMENT	
14"	12-3	3/4"	Conductor	25'	+-			QUANTI	T OF CEMENT	
11"	8-5	/8"	24 #/ft	243'	 - - - - - - - - - 					
7- 7/8"	5-1	/2"	17 #/ft	2430'	2364	sks. G+2 ks5050POZ	% CaC +8%o=1+2	21+1/4# pe	er sack flocel Gevender.75sks "G"thicotopi	
		•	'		1-00		2/ لين /2		CANTING OF INCIDE	j

SEE ATTACHED



FLARING OR VENTING OF GAS IS SUBJECT TO NTL 4-A Dated 1/1/80

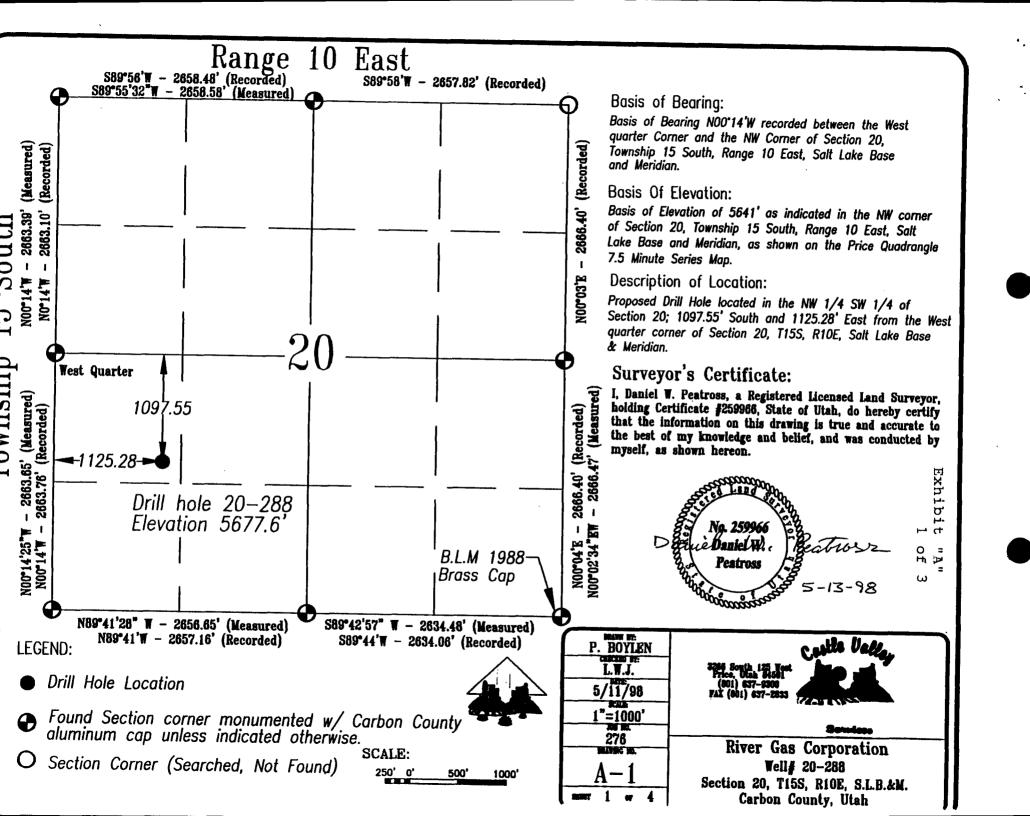
CONDITIONS OF APPROVAL ATTACHED

IN ABOVE SPACE DESCRIBE PROPOSED PROGRAM: If proposal is to deepen, give data present productive zone and proposed new productive zone. If proposal is to drill or deepen directionally, give pertinent data on subsurface locations and measured and true vertical depths. Give blowout preventer program, if any

SIGNED Don Hamilton	Permit Specialist	June 11, 1998
(This space for Federal or State office use)		DATE
PERMIT NO.	APPROVAL DATE	
Application approval does not warrant or certify that the applications OF APPROVAL, IF ANY:	Assistant Field Manage	nich would entitle the applicant to conduct operations thereon
APPROVED BY C. STRING	BER TITLE Resource Managemen	nt DATE MAR 6 1999

*See Instructions On Reverse Side

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency or the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.



RIVER GAS CORPORATION
Drunkards Wash 67921X
USA 20-288
Lease U-73752
NWSW Section 20, T. 15 S., R. 10 E.
Carbon County, Utah

CONDITIONS OF APPROVAL

Approval of this application does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Be advised that River Gas Corporation is considered to be the operator of the above well and is responsible under the terms and conditions of the lease for the operations conducted on the leased lands.

Bond coverage for this well is provided by UT-0829 (Principal - River Gas Corporation) via surety consent as provided for in 43 CFR § 3104.2.

This office will hold the aforementioned operator and bond liable until the provisions of 43 CFR § 3106.7-2 continuing responsibility are met.

This permit will be valid for a period of one year from the date of approval. After permit termination, a new application must be filed for approval.

All lease operations will be conducted in full compliance with applicable regulations (43 CFR § 3100), Onshore Oil and Gas Orders, lease terms, notices to lessees, and the approved plan of operations. The operator is fully responsible for the actions of his subcontractors. A copy of these conditions and the approved plan will be made available to field representatives to insure compliance.

A. <u>DRILLING PROGRAM</u>

- 1. The BOP system shall be rated to 2M as proposed. Installation, testing and operation of the system shall be in conformance with Onshore Oil and Gas Order No. 2.
- 2. Air drilling must be done in accordance with Onshore Oil and Gas Order No. 2, III.E. As a minimum use of a rotating head, spark arresters, blooie line, float valve, and automatic igniter is required.
- 3. In accordance with the proposal, cement for the 8-5/8" and 5-1/2" casing shall be circulated to surface. If the cement does not circulate, a CBL or other appropriate tool must be run to determine the top-of-cement.
- 4. Any fluid bearing zones or lost circulation zones encountered while drilling will be isolated behind casing and cement.

USA-20-288

B. SURFACE USE

1. The following appendices are attached for your reference. They are to be followed as conditions of approval:

SM-1, Seed Mixture for Green Strip Areas SM-3, Seed Mixture for Final Reclamation

- 2. Whether the mud pit shall be lined will be determined at the time of construction.
- 3. Within six months of installation, surface structures shall be painted in the following flat, earth tone color: Slate Gray (5Y 6/1) Numbers in parenthesis refer to Munsell Soil Color Charts. Any brand of paint may be used provided the colors match. Any facilities that must be painted to comply with OSHA standards are exempt.
- 4. River Gas shall install a cattleguard and gate in the Miller Creek Allotment boundary fence located at T. 15 S., R. 10 E., sec 17, SE¼SW¼ (off the south side of the Stake Farm Road). The cattleguard shall be of sufficient rating to support the heavy equipment traffic. BLM Manual 9000 provides for ratings and specifications of cattleguards. The associated gate shall be closed after each passage of equipment and/or personnel during the livestock season of use (December 1 to June 10).

GENERAL CONSTRUCTION

- 1. Operator shall contact the Price BLM Office at least forty-eight hours prior to the anticipated start of construction and/or any surface disturbing activities. The BLM may require and schedule a preconstruction conference with the operator prior to the operator commencing construction and/or surface disturbing activities. The operator and the operator's contractor, or agents involved with construction and/or any surface disturbing activities associated with the project, shall attend this conference to review the Conditions of Approval and plan of development. The operator's inspector will be designated at the pre-drill conference, and is to be given an approved copy of all maps, permits and conditions of approval before the start of construction. The BLM will also designate a representative for the project at the preconstruction conference.
- 2. The operator shall designate a representative(s) who shall have the authority to act upon and to implement instructions from the BLM. The operator's

representative shall be available for communication with the BLM within a reasonable time when construction or other surface disturbing activities are underway.

- 3. Any cultural and/or paleontological resource (historic or prehistoric site or object) discovered by the operator, or any person working on his behalf, on public land is to be immediately reported to the Price BLM Office. The operator will suspend all operations in the immediate area of such discovery until written authorization to proceed is issued by the Price BLM Office. An evaluation of the discovery will be made by the BLM to determine appropriate actions to prevent the loss of significant cultural or scientific values. The operator is responsible for the cost of evaluation of any site found during construction. The BLM will determine what mitigation is necessary.
- 4. During project construction, surface disturbance and vehicle travel shall be limited to the approved location and access routes. Any additional area needed must be approved by the Price BLM Office prior to use.
- 5. The operator must provide a trash cage for the collection and containment of all trash. The trash shall be disposed in an authorized landfill. The location and access roads shall be kept litter free.
- 6. Vegetation removal necessitated by construction shall be confined to the limits of actual construction. Removed vegetation will be stockpiled for use in reclamation or removed from the construction site at the direction of the BLM.
- 7. Prior to surface disturbance, topsoil is to be separately removed and segregated from other material. Topsoil depth will be decided onsite by BLM. If the topsoil is less than 6 inches, a 6-inch layer that includes the A horizon and the unconsolidated material immediately below the A horizon shall be removed and the mixture segregated and redistributed as the surface soil layer.

Generally topsoil shall be stored within the pad site or adjacent to access roads. The company in consultation with BLM shall determine stockpile locations and dimensions at the onsite. If the topsoil stockpiles will not be redistributed for a period in excess of one (1) year, the stockpiles are to be seeded with seed mixture SM-3 (attached).

ROAD and PIPELINE CONSTRUCTION

8. Operator shall provide an inspector under the direction of a registered professional engineer (PE) at all times during road construction. A PE shall certify (statement with PE stamp) that the road was constructed to the required Bureau of Land Management (BLM) road standards.

- 9. Road construction or routine maintenance activities are to be performed during periods when the soil can adequately support construction equipment. If such equipment creates ruts more than 6 inches deep, the soil is deemed too wet to adequately support construction equipment.
- 10. The operator is responsible for maintenance of all roads authorized through the lease or a right-of-way. Construction and maintenance shall comply with Class II or III Road Standards as described in BLM Manual Section 9113 and the Moab District Road Standards, except as modified by BLM. Maintenance may include but is not limited to grading, applying gravel, snow removal, ditch cleaning, headcut restoration/prevention.
- 11. Topsoil from access roads and pipelines is to be wind rowed along the uphill side of the road or stored in an approved manner. When the road and pipeline is rehabilitated, this soil will then be used as a top coating for the seed bed.
- 12. Erosion-control structures such as water bars, diversion channels, and terraces will be constructed to divert water and reduce soil erosion on the disturbed area. Road ditch turnouts shall be equipped with energy dissipators as needed to avoid erosion. Where roads interrupt overland sheet-flow and convert this runoff to channel flow, ditch turnouts shall be designed to reconvert channel flow to sheet flow. Rock energy dissipators and gravel dispersion fans may be used, or any other design which would accomplish the desired reconversion of flow regime. As necessary cut banks, road drainages, and road crossings shall be armored or otherwise engineered to prevent headcutting.

PAD CONSTRUCTION

- 13. During the construction of the drill pad, suitable topsoil material is to be stripped and conserved in a stockpile on the pad. If stockpiles are to remain for more than a year, they shall be seeded with the seed mixture in appendix SM-2, attached.
- 14. Generally, drill pads are to be designed to prevent overland flow of water from entering or leaving the site. The pad is to be sloped to drain spills and water into the reserve pit. The drill pad shall be designed to disperse diverted overland flow and to regulate flow velocity so as to prevent or minimize erosion. Well pad diversion outlets shall be equipped with rock energy brakes and gravel-bedded dispersion fans.

REHABILITATION PROCEDURES

Site Preparation

15. The entire roadbed should be obliterated and brought back to the approximate original contour. Drainage control is to be reestablished as necessary. All areas affected by road construction are to be recontoured to blend in with the existing topography. All berms are to be removed unless determined to be beneficial by BLM. In recontouring the disturbed areas, care should be taken to not disturb additional vegetation.

Seedbed Preparation

- 16. An adequate seedbed should be prepared for all sites to be seeded. Areas to be revegetated should be chiselled or disked to a depth of at least 12 inches unless restrained by bedrock.
- 17. Ripping of fill materials should be completed by a bulldozer equipped with single or a twin set of ripper shanks. Ripping should be done on 4-foot centers to a depth of 12 inches. The process should be repeated until the compacted area is loose and friable, then shall be followed by final grading. Seedbed preparation will be considered complete when the soil surface is completely roughened and the number of rocks (if present) on the site is sufficient to cause the site to match the surrounding terrain.
- 18. After final grading, the stockpiled topsoil shall be spread evenly across the disturbed area.

Fertilization

- 19. Commercial fertilizer with a formula of 16-16-8 is to be applied at a rate of 200 pounds per acre to the site. The rate may be adjusted depending on soil.
- 20. Fertilizer is to be applied not more than 48 hours before seeding, and shall be cultivated into the upper 3 inches of soil.
- 21. Fertilizer is to be broadcast over the soil using hand-operated "cyclone-type" seeders or rotary broadcast equipment attached to construction or revegetation machinery as appropriate to slope. All equipment should be equipped with a metering device. Fertilizer application is to take place before the final seeding preparation treatment. Fertilizer broadcasting operations should not be conducted when wind velocities would interfere with even distribution of the material.

<u>Mulching</u>

22. When it is time to reclaim this location, the Price BLM Office will determine whether it will be necessary to use mulch in the reclamation process. The type of

mulch should meet the following requirements: Wood cellulose fiber shall be natural or cooked, shall disperse readily in water, and shall be nontoxic. Mulch shall be thermally produced and air dried. The homogeneous slurry or mixture shall be capable of application with power spray equipment. A colored dye that is noninjurious to plant growth may be used when specified. Wood cellulose fiber is to be packaged in new, labeled containers. A minimum application of 1500 pounds per acre shall be applied. A suitable tackifier shall be applied with the mulch at a rate of 60 to 80 pounds per acre.

An alternative method of mulching on small sites would be the application of straw or hay mulch at a rate of 2000 pounds per acre. Hay or straw shall be certified weed free. Following the application of straw or hay, crimping shall occur to ensure retention.

Reseeding

- 23. All disturbed areas are to be seeded with the seed mixture required by the BLM. The seed mixture(s) shall be planted in the fall of the year (Sept-Nov), in the amounts specified in pounds of pure live seed (PLS)/acre. There shall be no noxious weed seed in the seed mixture. Seed will be tested and the viability testing of seed shall be done in accordance with State law(s) and within 12 months prior to planting. Commercial seed will be either certified or registered seed. The seed mixture container shall be tagged in accordance with State law(s) and available for inspection by the BLM. Seed is to be planted using a drill equipped with a depth regulator to ensure proper depth of planting where drilling is possible. The seed mixture shall be evenly and uniformly planted over the disturbed area. (Smaller/heavier seeds tend to drop to the bottom of the drill and are planted first. Appropriate measures should be taken to ensure this does not occur.) Where drilling is not possible, seed is to be broadcast and the area raked or chained to cover the seed. Woody species with seeds that are too large for the drill will be broadcast. When broadcasting the seed, the pounds per acre noted below are to be increased by 50 percent. Reseeding may be required if a satisfactory stand is not established to the surface rights owner's specifications. Evaluation of the seeding's success will not be made before completion of the second growing season after the vegetation becomes established. The Price BLM Office is to be notified a minimum of seven days before seeding a project.
- 24. The disturbed areas for the road and pipeline must be seeded in the fall of the year, immediately after the topsoil is replaced. The prescribed seed mixture is attached as appendix SM-3.

General

25. Prior to the use of insecticides, herbicides, fungicides, rodenticides and other

similar substances, the operator must obtain from BLM, approval of a written plan. The plan must describe the type and quantity of material to be used, the pest to be controlled, the method of application, the location for storage and disposal of containers, and other information that BLM may require. A pesticide may be used only in accordance with its registered uses and within other agency limitations. Pesticides must not be permanently stored on public lands.

SM-1

Green Strip Areas

The following seed mixture will be planted along service road borrow ditches, around the edge of drill pads with a production well, and surrounding other production and maintenance facilities. The purpose for this seeding is to provide a "green strip" buffer to minimize fire hazards and prevent invasion and establishment of noxious weeds in areas that will receive continued disturbance for the life of these project areas.

Common Plant Name	Scientific Name	Pounds per acre/ PLS*
Forage kochia	Kochia prostrata	2
Wyoming big sagebrush	Artemisia tridentata wyomingensis	1
	var. Gordon Creek	
Douglas low rabbitbrush	Chiysothamnus viscidiflorus	1
Yellow sweetclover	Melilotus officinalis	1
Small burnet	Sanguisorba minor	1
Bottlebrush squirreltail	Elymus elymoides	1
Intermediate wheatgrass	Thinopyrum intermedium	_1_
	Total	8

SM-3

Salt Desert Areas

BLM SEED MIXTURES FOR THE PRICE COALBED METHANE PROJECT The following seed mixture is for areas that will receive final reclamation. Areas would be planted to protect them from soil erosion and to restore forage production.

Common Plant Name	Scientific Name	Pounds per acre \PLS*
<u>Grasses</u>		
Indian ricegrass	Oryzopsis hymenoides	2
Squirreltail	Elymus elymoides	2
Galleta	<u>Hilaria</u> <u>jamesii</u>	2
<u>Forbs</u>		
Lewis flax	Linum perenne lewislii	1
Palmer penstemon	Penstemon palmerii	1
Gooseberryleaf globemallow	Sphaeralcea grossulariifolia	0.5
Shrubs		
Forage kochia	Kochia prostrata	2
Rubber rabbitbrush	Chrysothamnus nauseosus	1
Fourwing saltbush	Atriplex canescens	2
Winterfat	Krascheninnikovia (Eurotia)	lanta 2
	Total	15.5

C. REQUIRED APPROVALS, REPORTS AND NOTIFICATIONS

Required verbal notifications are summarized in Table 1, attached.

<u>Building Location</u>- Contact the Resource Area, Natural Resource Protection Specialist at least 48 hours prior to commencing construction of location.

<u>Spud</u>- The spud date will be reported to the Price BLM Office 24 hours prior to spudding. Written notification in the form of a Sundry Notice (Form 3160-5) will be submitted to the Moab BLM Office within 24 hours after spudding, regardless of whether spud was made with a dry hole digger or big rig.

<u>Daily Drilling Reports</u>- Daily drilling reports shall detail the progress and status of the well and shall be submitted to the Moab BLM Office on a weekly basis.

Monthly Reports of Operations - In accordance with Onshore Oil and Gas Order No. 1, this well shall be reported on Minerals Management Service (MMS) Form 3160, "Monthly Report of Operations," starting the month in which operations commence and continuing each month until the well is physically plugged and abandoned. This report will be filed directly with MMS.

<u>Sundry Notices</u>- There will be no deviation from the proposed drilling and/or workover program without prior approval. "Sundry Notices and Reports on Wells" (Form 3160-5) will be filed for approval for all changes of plans and other operations in accordance with 43 CFR § 3162.3-2. Safe drilling and operating practices must be observed.

<u>Drilling Suspensions</u>- Operations authorized by this permit shall not be suspended for more than 30 days without prior approval of the Authorized Officer. All conditions of this approval shall be applicable during any operations conducted with a replacement rig.

<u>Undesirable Events</u>- Spills, blowouts, fires, leaks, accidents, or any other unusual occurrences shall be immediately reported to the Price BLM Area in accordance with requirements of NTL-3A.

<u>Cultural Resources</u>- If cultural resources are discovered during construction, work that might disturb the resources is to stop, and the Area Manager is to be notified.

<u>First Production</u>- Should the well be successfully completed for production, the District Office will be notified when the well is placed in producing status. Such notification may be made by phone, but must be followed by a sundry notice or letter not later than five (5) business days following the date on which the well is placed into production.

A first production conference will be scheduled as soon as the productivity of the well is apparent. This conference should be coordinated through the Price BLM Office. The Price BLM Office shall be notified prior to the first sale.

Well Completion Report- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (Form 3160-4) will be submitted to the Moab BLM Office not later than thirty (30) days after completion of the well or after completion of operations being performed, in accordance with 43 CFR § 3162.4-1. Two copies of all logs, core descriptions, core analyses, well test data, geologic summaries, sample description, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, will be filed with Form 3160-4. When requested, samples (cuttings and/or samples) will be submitted to the District Office.

Venting/Flaring of Gas- Gas produced from this well may not be vented/flared beyond an initial, authorized test period of 30 days or 50 MMcf, whichever first occurs, without the prior, written approval of the authorized officer. Should gas be vented or flared without approval beyond the authorized test period, the well may be ordered shut-in until the gas can be captured or approval to continue the venting/flaring as uneconomic is granted. In such case, compensation to the lessor shall be required for that portion of the gas that is vented/flared without approval and which is determined to have been avoidably lost.

Produced Water Produced waste water may be confined to an unlined pit for a period not to exceed 90 days after initial production. During the 90 day period, an application for approval of a permanent disposal method and location, along with the required water analysis, will be submitted to the Moab BLM Office for approval pursuant to Onshore Oil and Gas Order No. 7.

Off-Lease Measurement, Storage, Commingling - Prior approval must be obtained from the Moab BLM Office for off-lease measurement, off-lease storage and/or commingling (either down-hole or at the surface).

<u>Plugging and Abandonment</u>- If the well is completed as a dry hole, plugging instructions must be obtained from the Moab BLM Office prior to initiating plugging operations.

A "Subsequent Report of Abandonment" (Form 3160-5) will be filed with the Moab BLM Office within thirty (30) days following completion of the well for abandonment. This report will indicate where plugs were placed and the current status of surface restoration. Upon completion of approved plugging, a regulation marker will be erected in accordance with 43 CFR § 3162.6. Final abandonment will not be approved until the surface reclamation work required by the approved APD or approved abandonment notice has been completed to the satisfaction of the Price BLM Office, or the appropriate surface managing agency.

TABLE 1 NOTIFICATIONS

Notify Don Stephens at the BLM, Price Area Office in Price, Utah, at (801) 636-3608, or at home (801) 637-7967 for the following:

- 2 days prior to commencement of dirt work, construction and reclamation;
- 1 day prior to spudding;
- 50 feet prior to the surface casing setting depth;
- 3 hours prior to testing BOPE

If the person at the above number cannot be reached, notify the Moab District Office at (801) 259-2100. If unsuccessful, contact one of the people listed below.

Well abandonment operations require 24 hour advance notice and prior approval. In the case of newly drilled dry holes, verbal approval can be obtained by calling the Moab District Office, Branch of Fluid Minerals at (801) 259-2100. If approval is needed after work hours, you may contact the following:

Eric Jones, Petroleum Engineer Office: (801) 259-6111 Home: (801) 259-2214

Gary Torres, Petroleum Engineer Office: (801) 587-2141
Home: (801) 587-2705 STATE OF UTAH DIVISION OF OIL, GAS AND MINING ENTITY ACTION FORM - FORM 6
 OPERATOR
 River Gas Corporation

 ADDRESS
 1305 South 100 East

 Price, UT 84501

OPERATOR ACCT. NO. 1605

ACTION		NEW	API NUMBER	WELL NAME				WELL I	OCATIO	N	SPUD DATE	EFFECTIVE
CODE	ENTITY NO.				···	QQ	SC	TP	RG	COUNTY		DATE
<u>B</u>	99999	1	43-007-30514	Utah 26-267		SE/NW	26	15S	09E	Carbon	3/19/99	
WELL 1	COMMENTS:	990404	entity addea) (Drunkards Wash u	/for."A-C") k	OR						
										CONFI	DENTIAL	
$\overline{\Omega}$	99999	110510	42.007.20452	XXQ A 20 200	····	NW/NE	20	1.50	1.05	I		<u> </u>
B		1125/0	<u> </u>	USA 30-289			30	158	10E	Carbon	3/24/99	
WELL 2 COMMENTS: 990400 Intity added; (Drunkards Wash W FRREFT-C.) KDR												
B	99999	11250	43-007-30451	USA 20-288		NW/SW	20	15S	10E	hoff Phr	.N 13/21 _{/99}	
WELL 3	COMMENTS:		_	(Drunkards Wash	ul For "A-C"	700	R	<u> </u>				<u> </u>
		110100	aurig water	(Drainway West	MITO I	J 1-2	. –			INFIDENT	ΊΔΙ	
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NELL 4	COMMENTS:	·	<u> </u>			L.,	·	I	L	<u> </u>	<u> </u>	ł
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WELL 5	COMMENTS:			APR 5 1999								
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			DIV. OF	OIL, GAS & MINING	ODIC	INI	Λ I				$\bigcap 1/I$	/ 5
	B - Add new w	new entity for reveal to existing	back of form) new well (single well o entity (group or unit w	nly) ell)	UKIU	71177	4			Signature	JW	lson
	D - Re-assign	well from one	existing entity to another existing entity to a new property of the section.	v entity						Administrativ	e Assistant	3/29/99
	E - Other (exp		. ,		CUNEID	ENITI	۸۱			Title	Da	tę
OTE: Us	OTE: Use COMMENT section to explain why each Action Code was selected.					CONFIDENTIAL			Phone No. (435) 637-8876			



DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company:	RIVER GAS CORPORATION	
Well Name:	USA 20-288	
Api No. 43-007-3045	51 Lease Type: FEDERAL	
Secton 20 Townshi	ip_15S_Range_10E_County_CARBON	
Drilling Contractor Pl	ENSE BROTHERS DRILLING RIG # 11	
SPUDDED:		
Date 03/	5/26/99	
Time2:	30 PM	
How_DF	RY HOLE	
Drilling will commence_		
Reported by D J	I WILSON	
Telephone # 1-4	435-637-8876	
•		
Date 3/29/99	Signed: CHD	

14. I hereby certify that the foregoing is true, and correct

Title

(This space for Federal or State office use)

Conditions of approval, if any:

Approved by



SHINDRY	NOTICES		REPORTS	ON WEI	1 9
SUNDA	INCHICES	AIVL	ncrunia	CHA VVIII	

FORM APPROVED
Budget Bureau No. 1004-013
Expires: March 31, 1993
f Leas Designation and Cosial No.

5.	Lease	Desi	gnation	and	Serial	No.
	TT	rr r_1	73757)		

YAY (I) (I) (II) (II) (I	_
UTU-73752	

COMPAN NOTICES	AND HE ONTO ON WELLO	010/13/132
	Il or to deepen or reentry to a different reserve R PERMIT" for such proposals	6. If Indian, Allottee or Tribe Name N/A
	IN TRIPLICATE	7. If Unit or CA, Agreement Designation Drunkards Wash UTU-67921X
1. Type of Well Gas 2. Name of Operator		8. Well Name and No. USA 20-288
River Gas Corporation		9. API Well No. 43-007-30451
3. Address and Telephone No. 1305 South 100 East I 4. Location of Well (Footage, Sec., T., R., M., or Surve	Price, Utah 84501 (435)637-8876	10. Field and Pool, or Exploratory Area Drunkards Wash
· -	y Description)	11. County or Parish, State
1566' FSL, 1125' FWL NW/4,SW/4,Sec.20, T15S,R10E, SI	LB&M	Carbon County, Utah
12. CHECK APPROPRIATE BOX(s)	TO INDICATE NATURE OF NOTICE,	REPORT, OR OTHER DATA
TYPE OF SUBMISSION	TY	/PE OF ACTION
Notice of Intent Subsequent Report Final Abandonment Notice 3. Describe Proposed or Completed Operations (Clear)	Weekly Report Change of Name Recompletion Plugging Back Casing Repair Altering Casing	Change of Plans New Construction Non-Routine Fracturing Water Shut-Off Conversion to Injection including estimated date of starting any proposed work. If weil is
See Attached	ured and true vertical depths for all markers and zon	es pertinent to this work.)*
•		
ON.	DIV. OF OIL, GAS & MINI	CO
		CONFIDENTIAL

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

Mystile Administrative Asstistant

Date _4/2/99

River Gas Corporation
USA 20-288
1566' FSL, 1125' FWL
NW/4, SW/4, Sec.20,T15S,R10E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:5678'
API# 43-007-30451
DRILLING CONTRACTOR: Pense Bros. Rig#11

PAGE 1

DRILLING

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UNITED STATES					
DEPARTI	OF THE INTERIOR				
BUREAU C	AND MANAGEMENT				

SUNDRY	NOTICES	AND	REPORTS	ON WE	115

Do not use this form for proposals to drill or to deepen or reentry to a different reservoir.

Į	FORM APPROVED
li li	Budget Bureau No. 1004-013:
Expires: March 31,	Expires: March 31, 1993

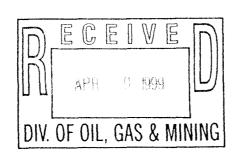
5.	Lease	Designation	and	Serial	No.
	TIT	T-73752)		

	010	-1 <u>3134</u>			
6.	If Indian,	Allottee of	r Tribe	Name	
	~				

Use "APPLICATION FO	N/A	
SUBMIT	IN TRIPLICATE	7. If Unit or CA, Agreement Designation Drunkards Wash UTU-67921X
1. Type of Well Gas 2. Name of Operator River Gas Corporation 3. Address and Telephone No. 1305 South 100 East 4. Location of Well (Footage, Sec., T., R., M., or Surve 1566' FSL, 1125' FWL NW/4,SW/4,Sec.20, T15S,R10E, S.	8. Well Name and No. USA 20-288 9. API Well No. 43-007-30451 10. Field and Pool, or Exploratory Area Drunkards Wash 11. County or Parish, State Carbon County, Utah	
12. CHECK APPROPRIATE BOX(s)	TO INDICATE NATURE OF NOTICE,	REPORT, OR OTHER DATA
TYPE OF SUBMISSION	TY	PE OF ACTION
 Notice of Intent Subsequent Report Final Abandonment Notice 	Weekly Report Change of Name Recompletion Plugging Back Casing Repair Altering Casing	Change of Plans New Construction Non-Routine Fracturing Water Shut-Off Conversion to Injection

13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

See Attached





CONFIDENTIAL

14. I hereby certify that the fore	1 1 /1 / //	Administrative Asstistant	Date 4/2/99	
(This space for Federal or State o	ffice use)			
Approved by Conditions of approval, if any:	Title	Date		

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

River Gas Corporation
USA 20-288
1566' FSL, 1125' FWL
NW/4, SW/4, Sec.20,T15S,R10E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:5678'
API# 43-007-30451
DRILLING CONTRACTOR: Pense Bros. Rig#11

PAGE 1

DRILLING

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12.

UNITED STATES DEPARTMENT F THE INTERIOR BUREAU OF LAND MANAGEMENT

FORM APPROVED		
Budget Bureau No. 1004-0135		
Expires: March 31, 1993		

Lease Designation and Serial No. UTU-73752

6. If Indian, Allottee or Tribe Name

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to deepen or reentry to a different reservoir.

Use "APPLICATION FOR PERMIT--" for such proposals

Coo vii eloviioi elivelii elivelii eloviioi elov		
SUBMIT IN TRIPLICATE	7. If Unit or CA, Agreement Designation Drunkards Wash UTU-67921X	
Type of Well Gas CONFIDENTIAL Name of Operator	8. Well Name and No. USA 20-288	
River Gas Corporation	9. API Well No. 43-007-30451	
Address and Telephone No. 1305 South 100 East Price, Utah 84501 (435)637-8876	10. Field and Pool, or Exploratory Area Drunkards Wash	
Location of Well (Footage, Sec., T., R., M., or Survey Description) 1566' FSL, 1125' FWL NW/4,SW/4,Sec.20, T15S,R10E, SLB&M	11. County or Parish, State Carbon County, Utah	

Change of Name

Subsequent Report

Final Abandonment Notice

Change of Name

Recompletion

Plugging Back

Change of Plans

New Construction

Non-Routine Fracturing

Water Shut-Off

Conversion to Injection

TYPE OF ACTION

CHECK APPROPRIATE BOX(s) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

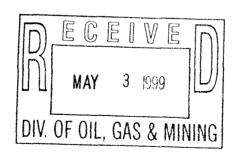
Weekly Report

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See Attached

Notice of Intent

TYPE OF SUBMISSION



CONFIDENTIAL



	1				
14. I heroby certify that the forego		Administrative Asstistant	Date _	4/30/99	
(This space for Federal or State of	fice use)				
Approved by Conditions of approval, if any:	Title	Date			

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NW/4, SW/4, Sec.20,T15S,R10E
CARBON COUNTY, UTAH
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API# 43-007-30451
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COMPLETION

3/30/99. Nipple down BOP and nipple up well head. TIH with 4-3/4" casing scraper and 57 joints tubing. Tag fill at 1708' (6' fill). TOOH laying tubing down on trailer. Rig down and move off location.

4/29/99. Rig up Halliburton. Perforate and frac three zones.

Zone 1. 1474'-80', 1482'-85', 1487'-90', 1492'-98', 1505'-08'

Zone 2. 1400'-03', 1410'-12', 1434'-44'

Zone 3. 1364'-76', 1380'-84', 1390'-92'

Extra cost to heat frac tanks:

River Gas Corporation
USA 20-288
1566' FSL, 1125' FWL
NW/4, SW/4, Sec.20,T15S,R10E
CARBON COUNTY, UTAH
SURVEYED ELEVATION:5678'
API# 43-007-30451
DRILLING CONTRACTOR: Pense Bros. Rig#11

PAGE 2

DRILLING

4/30/99. Moved rig to location. Rig up rig, pump and tank. Spot tubing trailer and tally. Trip in hole with catch tool. Tag sand at 1391'. Wash to plug at 1396'. Pull plug. Trip out. Laid down plug. Trip in hole. Tag sand at 1455'. Wash to plug at 1460'. Pull plug. Trip out. Laid down plug. Made up notch collar. Trip in hole. Tag sand at 1668.97'. Wash to TD 1713.97'. Circulated well clean. Trip out. Made up mud anchor and 4' perf sub 2-7/8" and seating nipple. Trip in hole. Nipple down BOP and made up tubing head.

UNITED STATES OF THE INTERIOR **DEPARTM**

SUNDRY NOTICES AND REPORTS ON WELLS

FORM APPROVED Budget Bureau No. 1004-0135 Expires: March 31, 1993
5. Lease Designation and Serial No.

6. If Indian, Allottee or Tribe Name

o not use this form	for proposals to drill or to deepen or reentry to a different reservoir.	
Use	"APPLICATION FOR PERMIT" for such proposals	

_		
7	If I Init or CA	Agreement Designation
٠.		
	Download	ls Wash UTU-67921X
	Diulkalu	S Wash UTU-U/321A

PLICATE
CONFIDENTIAL

8. Well Name and No. USA 20-288

9. API Well No.

N/A

3. Address and Telephone No.

43-007-30451

1305 South 100 East Price, Utah 84501 (435)637-8876 4. Location of Well (Footage, Sec., T., R:, M., or Survey Description)

10. Field and Pool, or Exploratory Area Drunkards Wash

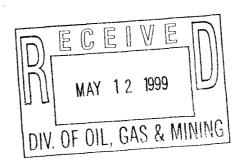
1566' FSL, 1125' FWL NW/4,SW/4,Sec.20, T15S,R10E, SLB&M 11. County or Parish, State Carbon County, Utah

CHECK APPROPRIATE BOX(s) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	Ţ	YPE OF ACTION
☐ Notice of Intent ☐ Subsequent Report ☐ Final Abandonment Notice	Weekly Report Change of Name Recompletion Plugging Back Casing Repair Altering Casing	Change of Plans New Construction Non-Routine Fracturing Water Shut-Off Conversion to Injection

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CONFIDENTIAL

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(This space for Federal or State	office use)						
Approved byConditions of approval, if any:	Title	Date				· ·	

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5/1/99. Finish putting on well head. Trip in hole with pump and rods. Spaced out pump. Rig down rig, pump and tanks. Moved rig. 50 joints to S/N at 1561.33' and 1 joint mud anchor Total joints 51 EOT 1598.19' 26x7/8" rods 36x3/4 rods and 2x2'x7/8 pony rods 1- 1-1/2"x22 ft polish rod

1- 2-1/2"x2"x16' RWAC Top H/D H/F Pump

UNITED STATES

F OF THE INTERIOR LAND MANAGEMENT UBICINIAI = BUREAU C

FORM APPROVED Budget Bureau No. 1004-0135

	Expires: March 31, 1993
Lease	Designation and Serial No.

	AND REPORTS ON WELLS \ \ \ U	· · · · · · · · · · · · · · · · · · ·
Do not use this form for proposals to dr Use "APPLICATION FO	rill or to deepen or reentry to a different reserve OR PERMIT" for such proposals	6. If Indian, Allottee or Tribe Name N/A
SUBMIT	IN TRIPLICATE	7. If Unit or CA, Agreement Designation
		Drunkards Wash UTU67921X
1. Type of Well Oil X Gas	CONFIDENTIAL	8. Well Name and No.
Oil X Gas 2. Name of Operator	- OOM IDENTIAL	USA 20-288
River Gas Corporation	1	9. API Well No.
3. Address and Telephone No.		43-007-30451
-	Price, Utah 84501 (435)637-8876	10. Field and Pool, or Exploratory Area
4. Location of Well (Footage, Sec., T., R., M., or Survey		Drunkards Wash
15662 POI 11052 PWH		11. County or Parish, State
1566' FSL, 1125' FWL NW/SW Sec. 20, T15S, R10E, S	I.R&M	
		Carbon County, Utah
12. CHECK APPROPRIATE BOX(s)	TO INDICATE NATURE OF NOTICE,	REPORT, OR OTHER DATA
TYPE OF SUBMISSION	TY	PE OF ACTION
Notice of Intent	Online Notice	Pipeline, Powerline, Maintenance Corridor Constructor
— ·····	Change of Name	Change of Plans
Subsequent Report	Recompletion	New Construction
Final Abandonment Notice	Plugging Back	Non-Routine Fracturing
	Casing Repair	Water Shut-Off
	Altering Casing	Conversion to Injection
Please be advised that the above refere	enced well was placed online and showed for	rst production on 05/07/99.
		•
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	•	
14. I hereby certify that the foregoing is true and correct		
Q - 1 10.0 11		August 06, 1999
organica — Trans	Administrative Asst Production Date	rugust 00, 1777
(This space for Federal or State office use)		•
Approved by Title Conditions of approval, if any:	Date	
		·
Title 18 U.S.C. Section 1001, makes it a crime for any per	rson knowingly and willfully to make to any description	ant or agangu of the United States any falls Statistics
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DIVISION OF OIL, GAS AND MINII	VG			
DIVIDION OF OIL, OAG AND WINNIN	5. Lease Designation and Serial Number:			
	<u>U - 73752</u>			
SUNDRY NOTICES AND REPORTS ON	WELLS 6. If Indian, Allottee or Tribe Name:			
	N/A			
Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugg				
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such pro	DPOSAIS. UTU67921X Drunkards Wash			
1. Type of Well: OIL I GAS I OTHER:	8. Well Name and Number:			
1. Type of viols.	USA 20-288			
2. Name of Operator:	9. API Well Number:			
River Gas Corporation	43-007-30451			
3. Address and Telephone Number: 6825 South 5300 West, P.O. Box 851	10. Field or Pool, or Wildcat:			
Price, UT 84501 (435) 613-9777	Drunkards Wash			
4. Location of VVell Footages: 1566' FSL, 1125' FWL	county: Carbon County			
· ·	State:			
QQ, Sec., T., R., M.: NW/SW SEC. 20, T15S, R10E, SLB & M	Utah			
11. CHECK APPROPRIATE BOXES TO INDICATE NA	TURE OF NOTICE, REPORT, OR OTHER DATA			
NOTICE OF INTENT (Submit in Duplicate)	SUBSEQUENT REPORT (Submit Original Form Only)			
☐ Abandon ☐ New Construction	☐ Abandon * ☐ New Construction			
☐ Repair Casing ☐ Pull or Alter Casing	☐ Repair Casing ☐ Pull or Alter Casing			
☐ Change of Plans ☐ Recomplete	☐ Change of Plans ☐ Reperforate			
☐ Convert to Injection ☐ Reperforate	☐ Convert to Injection ☐ Vent or Flare			
☐ Fracture Treat or Acidize ☐ Vent or Flare	☐ Fracture Treat or Acidize ☐ Water Shut-Off			
☐ Multiple Completion ☐ Water Shut-Off	☐ Other Chemical/Flush Treatment			
□ Other	Date of work completion03/23/2000			
Approximate date work will start				
	Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.			
	* Must be accompanied by a cement verification report.			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

Please be advised that the above referenced well was chemically treated with 4000 gallons of low Ph fluid and 250 gallons of 7 1/2% HCL on 03/23/00.

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DIVISION OF OIL, GAS AND MINING

13.		
Name & Signature: Rochelle Crabtree Pochelle Ceabtre	Title: Administrative Assistant	Date: 04/07/2000

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WTL 5-2-00

Ferm 3160-4 (November 1983)		111	STATES			DATE		roved. ureau No.100 ugust 31,198		
(formerly 9-A30G	1 3 1999 PE	PARTMENT OF	THE INTER	OR	struc	other In-	5. LEASE	DESIGNATIO	ON AND SERIAL NO.	
					rever	se side)		J-73752		
WELL COM	PLETION OR F	RECOMPLETIO	ON REPORT A	ND LOG*			1		EE OR TRIBE NAME	
11. TYPE OF WELL:		OIL GAS		OOUTIO	7001	PARA	N/A	GREEMENT	NAME	
b. TYPE OF COMPLET	TION:		L X DRY	LUNFI	I-N	HAI				
NEW WELL	OVER I	DEEP- PLU EN BAC		Other				nkards W OR LEASE NA	Vash UTU-6792 AME	21X
2. NAME OF OPERATO		~					US			
3. ADDRESS OF OPERA		Gas Corporati	on				9. WELL !	NO.		
3. ADDRESS OF OPERA		outh 100 Fasi	t, Price, UT 84	1501(435)63	.7_227	6	20-		OR WILDCAT	
4. LOCATION OF WELL	L (Report location clearly at		<u> </u>	1301(433)02	7-007					
	566' FSL, 1125' I	•	<i>,</i>				Dru	nkards V	Wash BLOCK AND SURVEY	 -
At top prod. interv	ŕ						OR AR	EA		
At total depth							114 W/5 W	, Sec. 20,	Γ15S,R10E,SLB	ХM
			14. PERMIT NO 43-007-30		DATE I 5/23/99		12. COUN		13. STATE	
15. DATE SPUDDED	16. DATE T.D. REA	ACHED 17. DA	TE COMPL. (Ready to pro			B, RT, GR, ETC.	Carb		UTAH ELEV. CASINGHEAD	
03/26/99	3/28/99	ľ	15/04/99	5678'0		o, KI, GK, 21C.	,	N		
20. TOTAL DEPTH, MD		LUG BACK T.D., MD &	TVD 22. IF 1	MULTIPLE COMPL.,	<u> </u>	23. INTERV		ROTARY TO	OLS CABLE TO	LS
1743'	VAL(S), OF THIS COMPL	1714'		N/A		DRILLEI	<u>→</u>	to TD		
	Top Coal 1364' To other logs run								25. WAS DIRECTION SURVEY MADE	IAL
	1/			75111	27. WAS W	ELL CORED				_
Dual Induct.La	terolog,CBL, Spe	ect.Litho Dens.C		ORD (Report all strin	or rat in wa		No			_
CASING SIZE	WEIGHT, LB./FT.	DEPTH SET (MD)	HOLE SIZE	ORD (Report air tirii)		EMENT RECOR	D		AMOUNT PULLE	<u>D</u>
12-3/4"	<u> </u>	5,	15"	 					 	
8-5/8"	Conductor PE 24#	291'	11"	100 olen C 14	30/ C ₂ C1	11/4#-1	-11 - fl -1		 	
5-1/2"	17#	1714'	7-7/8"	150 sksG+		+1/4#sk co		%CaCl		
			1	55 sks' 101 R			ROMGOT - 2	700401		
29.	LINER	RECORD			30.		TUBING	RECORD		
SIZE	TOP (MD)	BOTTOM (MD)	SACKS CEMENT	SCREEN (MD)	SIZ	Е	DEPTH SET	(MD)	PACKER SET (MI	<u>))</u>
					2-7/	8"	1593	3'		
										_
31. PERFORATION RECO	ORD (Interval, size and num	iber)		32.		D, SHOT, FRAC				
,	380'-84',1390'-9			DEPTH INTERVA			OUNT AND K			_
	410'-12',1434'-4 482'-85',1487'-9		:05° 08°	Upper 1364'		87,300# 1				_
3) 1474 -00 ,1	402 -05 ,1407 -5	,1492 -90 ,13		Middle 1400-1444		87,000# 1				
				Lower 1474'	-1508°	72,000#	16/30; 34,	346 gai 1	iuia	_
33.				PRODUCTION						_
DATE FIRST PRODUCTION	ON PRODUCTIO	N METHOD (Flowing, ga	s lift, pumping—size and ty	pe of pump)					TATUS (Producing or	
5/07/99		ng 2-1/2x2x16	RWAC				. ==		Producing	
DATE OF TEST	HOURS TESTED	CHOKE SIZE N/A	PROD'N. FOR TEST PERIOD	OIL-BBL.	GAS-	-MCF.	WATER-		GAS-OIL RATIO N/A	
5/07/99 FLOW, TUBING PRESS.	24 CASING PRESSURE	CALCULATED	OILBBL	N/A GASMCF.	<u>_l_</u> _	109 WATER		38 OIL G	RAVITI - API (CORR.)	_
81	82	24-HOUR RATE	N/A		109	138			/A	
34. DISPOSITION OF GAS vented, etc.) So	S (Sold, used for fuel,				Jerry I				WITNESSED BY	_
35. LIST OF ATTACHMEN	NTS									
36 I hereby certify that the fo	oregoing and attached inform	nation is complete and com	rect as determined from all a	vailable records		 .				
signed Callen Hu		affine a	D . 1 D			D	ATE	August 0	6, 1999	

WELL NUMBER: USA 20-288

				***	န်းသမ ^{်း} နိုင်းမြော်များ
		TRUE VERT. DEPTH			
GEOLOGIC MARKERS	TOP	MEAS DEPTH	1214'	1610'	·
38. GE		NAME	Blue Gate Bentonite	Tununk	
37 SUMMARY OF POROUS ZONES: (Show all important zones of porosity and contents thereof, cored intervals, and all drill-stem, tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures, and recoveries):	DESCRIPTION, CONTENTS, ETC.	Coals and sandstones	Coal Interval: 1475'-1495'	CONFIDENTIAL PERIOD EXPIRED ON 6-400	
mportant zones of po cushion used, time to	BOTTOM	1495'			
US ZONES: (Show all ig depth interval tested,	TOF	1475'			
37 SUMMARY OF POROU drill-stem, tests, includin recoveries):	FORMATION	Ferron			





FORM 9		STATE OF UTAH	01(10)11	, , p.m.	
	DIVISIO	N OF OIL, GAS AND MIN	ING	5. Lease Designation a $U - 73752$	and Serial Number:
SUI	NDRY NOTICES	S AND REPORTS ON	WELLS	6. If Indian, Allottee or	Tribe Name:
30 .	15111 11011021			N/A	
Do not use this fo		ells, deepen existing wells, or to reenter plug		7. Unit Agreement Nan	ne:
	Use APPLICATION FOR PERI	MIT TO DRILL OR DEEPEN form for such p	proposals.		K Drunkards Wash
1. Type of Well: OIL	GAS 🖾 OTHEF	cov.	IFIDENTIAL	8. Well Name and Nui USA 20-288	
2. Name of Operator:	River Gas C	ornoration	•••	9. API Well Number:	
		-		43-007-3045	
3. Address and Telephone		5300 West, P.O. Box 851	•	10. Field or Pool, or W	
	Price, UT 84	4501 (435) 613-9777		Drunkards W	ash
Location of Well Footages:	1566' FSL, 1125' F	WL.		County: Carbon	1 County
QQ, Sec., T., R., M.:	•	15S, R10E, SLB & M		State:	
				Utah	
11. CHECK	(APPROPRIATE	BOXES TO INDICATE NA	ATURE OF NOTICE, R	EPORT, OR O	THER DATA
	NOTICE OF INT (Submit in Duplice			SUBSEQUENT RE (Submit Original Form	
☐ Abandon		New Construction	☐ Abandon *		New Construction
☐ Repair Casing		Pull or Alter Casing	☐ Repair Casing		Pull or Alter Casing
☐ Change of Plan	is 🗆	Recomplete	☐ Change of Plans		Reperforate
☐ Convert to Inject	ction \square	Reperforate	☐ Convert to Injection		Vent or Flare
☐ Fracture Treat of	or Acidize	Vent or Flare	☐ Fracture Treat or Ac		Water Shut-Off
☐ Multiple Comple	etion 🗆	Water Shut-Off	Other Chemical/I		
Other			Date of work completion	03/23/2000	
Approximate date w	ork will start				
		/	COMPLETION OR RECOMPLET		letions to different reservoirs on WELL form.
		/	* Must be accompanied by a cer	nent verification report.	
vertical depths for all marker ${ m Plea}$	s and zones pertinent to this wo	above referenced well was		•	

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APR 17 2000

DIVISION OF OIL, GAS AND MINING

13.					
	Rochelle Crabtree Pochelle	Carphina	A desiminate of irro A solutions		04/07/0000
Name & Signature:	Rochelle Crabtree College	Color	Title: Administrative Assistant	_ Date: _	04/07/2000

(This space for state use only)

STATE OF UTAH

DIVISION OF OIL, GAS AND MINI	NG	
		5. Lease Designation and Serial Number:
SUNDRY NOTICES AND REPORTS ON	WELLS	6. If Indian, Allottee or Tribe Name:
Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugg Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such pr	ged and abandoned wells. oposals.	7. Unit Agreement Name:
1. Type of Well: OIL 🗆 GAS 🖾 OTHER:		8. Well Name and Number:
2. Name of Operator: River Gas Corporation		9. API Well Number:
3. Address and Telephone Number: 6825 S. 5300 W. P.O. Box 851 Price, Utah 84501 (4)	35) 613-9777	10. Field or Pool, or Wildcat:
4. Location of Well Footages: QQ, Sec., T., R., M.: SLB & M		County: Carbon County State: Utah
11. CHECK APPROPRIATE BOXES TO INDICATE NA	TURE OF NOTICE, RE	PORT, OR OTHER DATA
NOTICE OF INTENT (Submit in Duplicate)		UBSEQUENT REPORT (Submit Original Form Only)
Abandon	□ Abandon * □ Repair Casing □ Change of Plans □ Convert to Injection □ Fracture Treat or Acid □ Other □ Date of work completion _ Report results of Multiple Co COMPLETION OR RECOMPLETIC * Must be accompanied by a ceme	impletions and Recompletions to different reservoirs on WELL NN REPORT AND LOG form.
Please be advised that River Gas Corporation is transferring ow Company 9780 Mt. Pyramid Court, Englewood, CO 80112. Please direct all correspondence and reports to: Phillips Petrole 3368. Effective 1/1/01.		
Name & Signature: Cal Hurtt Cal Havel	тіне: Developi	ment Manager Date: 12/19/00

(This space for state use only)

Drunkards Wash Total Well Count

(Through 2000 Drilling Season)

Well #	API#	Location	Section	Tship	Range
Utah 25-09-01	4300730130	1683 FSL, 877 FEL	25	14S	09E
Utah 36-01-02	4300730178	600 FNL, 620 FEL	36	14S	09E
Utah 31-03-03	4300730143	740 FNL, 1780 FWL	31	14S	10E
Utah 36-03-04	4300730142	822 FNL, 2176 FWL	36	14S	09E
Utah 36-09-05	4300730144	2050 FSL, 700 FEL	36	14S	09E
Utah 25-07-06	4300730156	2599 FNL, 1902 FEL	25	14S	09E
Utah 25-11-07	4300730157	1718 FSL, 2210 FWL	25	148	09E
Utah 26-16-08	4300730181	800 FSL, 750 FEL	26	14S	09E
Utah 35-01-09	4300730180	650 FNL, 850 FEL	35	148	09E
Utah 31-12-10	4300730183	1995 FSL, 745 FWL	31	14S	10E
Utah 36-11-11	4300730184	1837 FSL, 1903 FWL	36	148	09E
Utah 19-14-12	4300730182	860 FSL, 1780 FWL	19	14S	10E
Utah 30-05-13	4300730179	1493 FNL, 728 FWL	30	148	10E
Utah 30-13-14	4300730185	612 FSL, 670 FWL	30	14S	10E
Utah 24-01-15	4300730191	1320 FNL, 1320 FEL	24	14S	09E
Utah 24-03-16	4300730187	1310 FNL, 1525 FWL	24	14S	09E
Utah 24-12-17	4300730208	1320 FSL, 1320 FWL	24	14S	09E
Utah 24-16-18	4300730192	482 FSL, 940 FEL	24	14S	09E
Utah 23-02-19	4300730207	963 FNL, 1470 FEL	23	14S	09E
Utah 23-04-20	4300730194	1291 FNL, 1257 FWL	23	148	09E
Utah 23-14-21	4300730200	739 FSL, 1716 FWL	23	14S	09E
Utah 23-09-22	4300730201	1320 FSL, 1320 FEL	23	14S	09E
Utah 26-01-23	4300730205	1320 FNL, 1320 FEL	26	14S	09E
Utah 26-06-24	4300730202	1480 FNL, 2000 FWL	26	14S	09E
Utah 26-11-25	4300730204	1500 FSL, 1500 FWL	26	14S	09E
Utah 35-03-26	4300730203	1085 FNL, 1805 FWL	35	14S	09E
Utah 35-10-27	4300730197	2567 FSL, 2151 FEL	35	148	09E
Utah 35-13-28	4300730198	1236 FSL, 1152 FWL	35	148	09E
Utah 27-08-29	4300730193	2134 FNL, 753 FEL	27	148	09E
Utah 27-09-30	4300730186	1359 FSL, 707 FEL	27	148	09E
Utah 34-01-31	4300730196	464 FNL, 540 FEL	34	14S	09E
Utah 34-09-32	4300730195	1938 FSL, 435 FEL	34	148	09E
Utah 25-04-33	4300730206	920 FNL, 780 FWL	25	148	09E
Prettyman 10-15-34	4300730211	842 FSL, 1419 FEL	10	14S	09E
Utah 10-36	4300730302	1213 FNL, 469 FEL	10	15S	09E
Utah 12-15-37	4300730210	1158 FSL, 1494 FEL	12	15S	09E
Utah 06-38	4300730217	899 FNL, 1730 FEL	6	15S	10E
Utah 06-39	4300730218	934 FNL, 819 FWL	6	15S	10E
Utah 06-40	4300730219	2180 FSL, 1780 FEL	6	15S	10E
Utah 06-41	4300730254	2124 FSL, 1054 FWL	6	15S	10E
Utah 01-42	4300730220	860 FNL, 1780 FEL	1	15S	09E
Utah 01-43	4300730221	808 FNL, 1451 FWL	1	15S	09E
Utah 01-44	4300730222	860 FSL, 1320 FWL	1	15S	09E
Utah 01-45	4300730223	1219 FSL, 1318 FEL	1	15S	09E
Utah 02-46	4300730224	860 FNL, 860 FEL	2	15S	09E

Utah 02-47	4300730225	1318 FNL, 1791 FWL	2	15S	09E
Utah 02-48	4300730226	1780 FSL, 860 FEL	2	15S	09E
Utah 02-49	4300730227	1320 FSL, 2080 FWL	2	15S	09E
Utah 11-50	4300730228	860 FNL, 860 FEL	11	15S	09E
Utah 11-51	4300730229	1000 FNL, 1900 FWL	11	15S	09E
Utah 11-52	4300730230	1400 FSL, 1100 FEL	11	15S	09E
Utah 11-53	4300730231	1780 FSL, 1800 FWL	11	15S	09E
Utah 12-54	4300730232	875 FNL, 1015 FWL	12	15S	09E
Utah 12-55	4300730233	1500 FNL, 1320 FEL	12	15S	09E
Utah 12-56	4300730234	1500 FSL, 1320 FWL	12	15S	09E
Utah 07-57	4300730235	1421 FNL, 1003 FWL	7	15S	10E
Utah 07-58	4300730236	1495 FNL, 2006 FEL	7	15S	10E
Utah 07-59	4300730237	1400 FSL, 2100 FEL	7	15S	10E
Utah 07-60	4300730238	954 FSL, 1256 FWL	7	15S	10E
Utah 14-61	4300730239	1386 FNL, 931 FEL	14	15S	09E
Utah 14-62	4300730240	980 FNL, 1385 FWL	14	15S	09E
Utah 14-63	4300730241	1780 FSL, 1320 FEL	14	15S	09E
Utah 14-64	4300730242	907 FSL, 1392 FWL	14	15S	09E
Utah 13-65	4300730243	1320 FNL, 1200 FEL	13	15S	09E
Utah 13-66	4300730244	1276 FNL, 1301 FWL	13	15S	09E
Utah 13-67	4300730245	1800 FSL, 1500 FEL	13	15S	09E
Utah 13-68	4300730246	1320 FSL, 1320 FWL	13	15S	09E
Utah 18-69	4300730427	1320 FNL, 1320 FWL	18	15S	10E
Utah 18-70	4300730248	1110 FNL, 2127 FEL	18	15S	10E
Utah 18-71	4300730249	1764 FSL, 1767 FEL	18	15S	10E
Utah 18-72	4300730250	2100 FSL, 1100 FWL	18	15S	10E
USA 19-73	4300730392	1664 FNL, 1412 FEL	19	15S	10E
Utah 14-74	4300730529	1365 FSL, 1988 FEL	14	148	09E
Utah 14-75	4300730263	1036 FSL, 1622 FWL	14	14S	09E
Utah 22-76	4300730251	1320 FNL, 660 FEL	22	148	09E
Utah 19-77	4300730252	1780 FSL, 660 FWL	19	148	10E
Williams 30-78	4300730279	460 FNL, 660 FEL	30	14S	10E
Utah 31-79	4300730253	1780 FSL, 1780 FEL	31	14S	10E
Utah 24-80	4300730255	590 FNL, 1612 FWL	24	15S	09E
Utah 24-81	4300730256	1067 FNL, 1361 FEL	24	15S	09E
Utah 32-82	4300730257	600 FNL, 2028 FEL	32	15S	09E
Utah 21-83	4300730259	1780 FNL, 460 FWL	21	15S	10E
H&A 07-84	4300730258	1780 FSL, 1780 FWL	7	15S	09E
Utah 27-85	4300730261	2173 FNL, 676 FWL	27	14S	08E
Utah 24-86	4300730267	1788 FSL, 1677 FEL	24	15S	09E
Utah 24-87	4300730375	1780 FSL, 1333 FWL	24	15S	09E
USA 15-88	4300730264	872 FSL, 875 FEL	15	148	09E
Telonis 22-89	4300730266	836 FNL, 1766 FWL	22	14S	09E
Telonis 21-90	4300730328	1272 FNL, 1188 FEL	21	14S	09E
USA 13-91	4300730568	1443 FSL, 1017 FWL	13	148	09E
Utah 13-92	4300730439	624 FSL, 899 FEL	13	148	09E
Utah 18-93	4300730587	556 FSL, 673 FWL	18	148	10E
Utah 05-95	4300730269	640 FNL, 580 FWL	5	15S	10E
Utah 05-94	4300730270	1520 FSL, 1320 FWL	5	15S	10E
<u></u>				L	

Utah 05-96	4300730271	1780 FSL, 2180 FEL	5	15S	10E
Utah 08-97	4300730272	1495 FNL, 1273 FEL	8	15S	10E
Utah 08-98X	4300730285	1341 FNL, 1319 FWL	8	15S	10E
Utah 08-99	4300730274	1500 FSL, 1120 FWL	8	15S	10E
Utah 08-100	4300730275	1500 FSL, 1400 FEL	8	15S	10E
Utah 17-101	4300730416	460 FNL, 2180 FEL	17	15S	10E
Utah 17-102	4300730277	810 FNL, 910 FWL	17	15S	10E
Utah 17-103	4300730278	1520 FSL, 1120 FWL	17	15S	10E
Powell 19-104	4300730282	1327 FNL, 1458 FWL	19	15S	10E
Powell 19-105	4300730283	1239 FSL, 1325 FWL	19	15S	10E
Utah 23-106	4300730280	150 FNL, 1400 FEL	23	15S	09E
Utah 23-107	4300730281	1252 FNL, 1255 FWL	23	15S	09E
Birkinshaw 19-108	4300730284	1305 FNL, 1192 FEL	19	15S	09E
Utah 36-109	4300730268	1800 FNL, 1800 FWL	36	15S	09E
Utah 16-110	4301530250	860 FSL, 2000 FWL	16	16S	09E
Fausett 09-111	4300730428	2215 FSL, 354 FEL	9	148	09E
Fausett 10-112	4300730415	1590 FSL, 1342 FWL	10	148	09E
Giacoletto 11-113	4300730335	500 FSL, 2070 FWL	11	148	09E
Prettyman 11-114	4300730340	471 FSL, 1828 FEL	11	148	09E
Giacoletto 13-120	4300730407	1200 FNL, 1219 FWL	13	148	09E
Giacoletto 14-121	4300730345	1200 FNL, 1060 FEL	14	14S	09E
USA 14-122	4300730404	1500 FNL, 1039 FWL	14	148	09E
Utah 30-125	4300730262	630 FSL, 1627 FEL	30	14S	10E
Utah 31-126	4300730305	1954 FNL, 1291 FEL	31	148	10E
Robertson 32-127	4300730374	646 FNL, 349 FWL	32	14S	10E
Utah 04-129	4300730309	700 FWL, 1850 FSL	4	15S	10E
Utah 04-130	4300730519	860 FSL, 2150 FEL	4	15S	10E
Sampinos 16-131	4300730610	1201 FNL, 1016 FWL	16	158	10E
Jensen 16-132	4300730588	1206 FSL, 1240 FWL	16	15S	10E
LDS 17-133	4300730296	1500 FSL, 1700 FEL	17	15S	10E
Utah 25-134	4300730399	745 FNL, 1482 FWL	25	15S	09E
Utah 36-135	4300730341	850 FNL, 850 FEL	36	15S	09E
Utah 36-136	4300730343	465 FSL, 660 FWL	36	15S	09E
Utah 36-137	4300730342	2180 FSL, 1800 FEL	36	15S	09E
Utah 02-138	4301530288	638 FNL, 1865 FEL	2	16S	09E
Utah 02-139	4301530289	1890 FNL, 850 FWL	2	16S	09E
Utah 02-140	4301530290	850 FSL, 1800 FWL	2	16S	09E
Utah 02-141	4301530291	1800 FSL, 1950 FEL	2	16S	09E
Telonis 15-142	4300730319	1320 FSL, 860 FWL	15	14S	09E
Fausett 16-143	4300730320	1320 FNL, 1320 FEL	16	148	09E
Fausett 16-144	4300730321	1800 FNL, 860 FWL	16	148	09E
Telonis 16-145	4300730322	1320 FSL, 1320 FWL	16	148	09E
Paar 16-146	4300730322	843 FSL, 2157 FEL	16	145	09E
Christiansen 17-147	4300730324	860 FSL, 1800 FWL	17	145	09E
Christiansen 17-148	4300730324	1250 FSL, 1100 FEL	17	148	09E
Birkinshaw 18-149	4300730325	500 FSL, 500 FEL	18	145	09E
Telonis 19-150	4300730320	751 FNL, 1840 FWL	19	148	09E
Telonis 19-151	4300730300	860 FSL, 2000 FWL	19	148	09E
Telonis 20-152	4300730299	1320 FNL, 1900 FEL	20	148	09E
16101113 20-102	7000100021	1020 1 NL, 1900 FEL	20	143	USE

Telonis 21-153	4300730329	860 FNL, 1800 FWL	21	148	09E
Telonis 29-154	4300730330	800 FNL, 1500 FWL	29	14S	09E
Telonis 29-155	4300730331	1800 FSL, 1250 FWL	29	14S	09E
Telonis 30-156	4300730301	910 FNL, 868 FEL	30	14S	09E
Telonis 30-157	4300730332	1800 FSL, 580 FEL	30	14S	09E
Utah 32-158	4300730333	1038 FNL, 1768 FEL	32	14S	09E
Utah 32-159	4300730334	2011 FNL, 1426 FWL	32	148	09E
Utah 32-160	4300730398	1500 FSL, 1780 FWL	32	14S	09E
Utah 32-161	4300730336	415 FSL, 1408 FEL	32	14S	09E
Utah 36-162	4300730315	2053 FNL, 685 FEL	36	14S	08E
Utah 36-163	4300730316	860 FNL, 2100 FWL	36	148	08E
Utah 36-164	4300730317	1070 FSL, 2000 FWL	36	148	08E
Utah 36-165	4300730318	1100 FSL, 1500 FEL	36	14S	08E
Utah 02-166	4300730337	1219 FNL, 1738 FEL	2	15S	08E
Utah 02-167	4300730338	660 FNL, 2075 FWL	2	15S	08E
Utah 02-168	4300730339	1800 FSL, 2100 FWL	2	15S	08E
Utah 02-169	4300730308	754 FSL, 1000 FEL	2	15S	08E
Seamons 32-170	4300730291	700 FNL, 500 FWL	32	13S	09E
Pinnacle Peak 19-171	4300730117	1320 FSL, 1320 FEL	19	14S	09E
Telonis 20-172	4300730107	1980 FSL, 660 FEL	20	14S	09E
Powell 30-173	4300730346	1200 FNL, 1200 FWL	30	15S	10E
Stella-Hamaker 10-174	4300730346	852 FNL, 1971 FWL	10	15S	08E
Utah 31-175	4301530317	897 FNL, 1731 FWL	31	16S	09E
USA 15-176	4300730450	2588 FNL, 1155 FEL	15	148	09E
USA 09-178	4300730430	428 FSL, 2527 FWL	9	148	09E
USA 17-180A	4300730419	2563 FNL, 1383 FWL	17	148	09E
USA 18-182	4300730022	1068 FSL, 1972 FWL	18	148	09E
USA 24-183	4300730417	828 FNL, 624 FEL	24	148	09E
Utah 27-187	4300730409	1400 FNL, 1400 FWL	27	148	09E
Utah 27-188	4300730393	477 FSL, 518 FWL	27	148	09E
Utah 28-189	4300730292	1707 FNL, 868 FEL	28	148	09E
Utah 28-190	4300730396	1969 FNL, 1324 FWL	28	148	09E
	4300730397	693 FSL, 1623 FWL	28	148	09E
Utah 28-191 Utah 28-192	4300730293	1407 FNL, 1940 FWL	28	148	09E
		693 FNL, 1029 FEL	29		
Utah 29-193	4300730405	951 FSL, 370 FEL		148	09E
Utah 29-194	4300730427	<u> </u>	29	148	09E
Utah 30-195	4300730265	1407 FNL, 1940 FWL	30	148	09E
Utah 30-196	4300730344	1056 FSL, 1984 FWL	30	148	09E
Kakatsidas 31-197	4300730420	619 FNL, 1361 FEL	31	148	09E
Utah 31-198	4300730406	1403 FNL, 1540 FWL	31	148	09E
Utah 31-199	4300730480	1125 FSL, 928 FWL	31	148	09E
Utah 31-200	4300730385	2118 FSL, 549 FEL	31	14S	09E
Utah 33-201	4300730386	317 FNL, 1815 FEL	33	148	09E
Utah 33-202	4300730387	1939 FNL, 1593 FWL	33	148	09E
Utah 33-203	4300730388	1373 FSL, 1140 FWL	33	148	09E
Utah 33-204	4300730389	2024 FSL, 1525 FEL	33	148	09E
Utah 05-205	4300730384	1485 FNL, 760 FEL	5	15S	09E
Utah 05-206	4300730390	1300 FNL, 1352 FWL	5	15S	09E
Utah 06-207	4300730391	825 FNL, 928 FEL	6	15S	08E

			and the second s			
	Utah 01-208	4300730464	1246 FNL, 1831 FEL	1	15S	09E
	Utah 01-209	4300730467	2271 FSL, 1251 FEL	1	15S	09E
	Utah 34-211	4300730114	1181 FSL, 1005 FWL	34	14S	09E
	Utah 03-212	4300730468	1187 FNL, 1761 FEL	3	15S	09E
	Utah 03-213	4300730381	1466 FNL, 2041 FWL	3	15S	09E
	Utah 03-214	4300730295	813 FSL, 966 FWL	3	15S	09E
	Utah 03-215	4300730297	988 FSL, 604 FEL	3	15S	09E
	Utah 04-216	4300730382	1610 FNL, 810 FEL	4	15S	09E
	Utah 04-217	4300730383	1343 FNL, 1119 FWL	4	15S	09E
	Utah 04-218	4300730418	1084 FSL, 509 FEL	4	15S	09E
	Utah 10-219	4300730298	805 FNL, 756 FWL	10	15S	09E
	Utah 10-220	4300730432	474 FSL, 372 FWL	10	15S	09E
	Utah 10-221	4300730303	1602 FSL, 2032 FEL	10	15S	09E
	USA 19-222	4300730393	1574 FSL, 1647 FEL	19	15S	10E
Ī	Utah 06-223	4300730430	1636 FSL, 1085 FEL	6	15S	09E
	Utah 05-225	4300730440	421 FSL, 498 FEL	5	15S	09E
	Utah 04-226	4300730408	571 FSL, 2331 FWL	4	15S	09E
	Utah 09-227	4300730449	652 FNL, 1331 FEL	9	15S	09E
	Utah 09-228	4300730413	1444 FNL, 1520 FWL	9	15S	09E
Γ	Utah 09-229	4300730414	1595 FSL, 2051 FWL	9	15S	09E
<u> </u>	Utah 08-230	4300730410	2003 FNL, 960 FEL	8	15S	09E
	Utah 08-231	4300730411	1321 FNL, 1738 FWL	8	15S	09E
	H&A 08-232	4300730412	1135 FSL, 1497 FWL	8	15S	09E
	Utah 08-233	4300730488	468 FSL, 2030 FEL	8	15S	09E
	Utah 07-234	4300730409	1876 FNL, 875 FEL	7	15S	09E
	Utah 07-235	4300730421	2098 FSL, 510 FEL	7	15S	09E
Γ	H&A 18-236	4300730459	896 FNL, 1511 FEL	18	15S	09E
F	Utah 18-237	4300730485	1867 FSL, 1920 FEL	18	15S	09E
<u> </u>	Utah 17-238	4300730510	677 FNL, 1321 FEL	17	15S	09E
Г	Utah 17-239	4300730511	1383 FNL, 1576 FWL	17	15S	09E
	Utah 17-240	4300730512	1977 FSL, 1394 FWL	17	15S	09E
Г	Utah 17-241	4300730513	1668 FSL, 2222 FEL	17	15S	08E
	USA 12-242	4300730482	1738 FNL, 1505 FEL	12	15S	08E
	USA 12-243	4300730486	950 FNL, 232 FWL	12	15S	08E
	USA 11-244	4300730463	1151 FNL, 1690 FEL	11	15S	08E
	USA 11-245	4300730462	1234 FNL, 1743 FWL	11	15S	08E
	Utah 01-246	4300730566	1619 FNL, 170 FWL	1	15S	09E
	Utah 01-247	4300730465	594 FSL, 266 FWL	1	15S	08E
	USA 35-248	4300730582	828 FSL, 1245 FEL	35	15S	09E
	USA 30-251	4300730403	1169 FSL, 913 FWL	30	15S	10E
	Utah 25-252	4300730400	1937 FNL, 1416 FEL	25	15S	09E
	Utah 25-253	4300730401	809 FSL, 899 FWL	25	15S	09E
	Utah 25-254	4300730402	1787 FSL, 1954 FEL	25	15S	09E
	Utah 26-255	4300730446	1209 FNL, 755 FEL	26	15S	09E
	Utah 26-256	4300730445	1274 FSL, 1351 FWL	26	15S	09E
	Utah 26-257	4300730444	1263 FSL, 1368 FEL	26	15S	09E
	Utah 34-258	4300730552	1198 FNL, 1880 FEL	34	15S	09E
	Utah 34-259	4300730456	1662 FSL, 2046 FEL	34	15S	09E
	Utah 35-260	4300730447	814 FNL, 1900 FEL	35	15S	09E

Utah 35-261	4300730442	615 FNL, 818 FWL	35	15S	09E
Utah 35-262	4300730443	1657 FSL, 1850 FWL	35	15S	09E
Utah 35-263	4300730441	1785 FSL, 946 FEL	35	15S	09E
USA 01-264	4301530336	1055 FNL, 441 FWL	1	16S	09E
USA 01-265	4301530337	1739 FSL, 636 FWL	1	16S	09E
Woolstenhulme 05-266	4300730481	1389 FNL, 2179 FEL	5	15S	10E
Utah 26-267	4300730514	1836 FNL, 2130 FWL	26	15S	09E
Utah 27-268	4300730457	1125 FSL, 1682 FWL	26	15S	09E
Utah 27-269	4300730458	1661 FSL, 795 FEL	27	15S	09E
Utah 34-270	4300730347	774 FNL, 756 FWL	34	15S	09E
Utah 34-271	4300730496	1693 FSL, 965 FWL	34	15S	09E
Utah 33-272	4300730502	694 FNL, 2034 FEL	33	15S	09E
Utah 33-273	4300730493	1922 FNL, 328 FWL	33	15S	09E
Utah 33-274	4300730494	1098 FSL, 1673 FWL	33	15S	09E
Utah 33-275	4300730495	1401 FSL, 1029 FEL	33	15S	09E
Utah 32-276	4300730483	738 FL, 1318 FWL	32	15S	09E
Utah 32-277	4300730484	1613 FSL, 1931 FEL	32	15S	09E
Utah 05-278	4301530278	1665 FNL, 1923 FEL	5	15S	09E
Utah 04-279	4301530340	1020 FNL, 1757 FEL	4	16S	09E
Utah 04-280	4301530341	2087 FNL, 1627 FWL	4	16S	09E
Utah 04-281	4301530399	999 FSL, 896 FWL	4	16S	09E
Utah 04-282	4301530342	2188 FSL, 911 FEL	4	16S	09E
Utah 03-283	4301530349	461 FNL, 1772 FEL	3	16S	09E
Utah 03-284	4301530346	1218 FNL, 753 FWL	3	16S	09E
Utah 03-285	4301530345	1917 FSL, 546 FWL	3	16S	09E
Utah 03-286	4301530344	1690 FSL, 1958 FEL	3	16S	09E
USA 20-287	4300730448	1395 FNL, 979 FWL	20	15S	10E
USA 20-288	4300730451	1566 FSL, 1125 FWL	20	15S	10E
USA 30-289	4300730452	1184 FNL, 1353 FEL	30	15S	10E
USA 30-290	4300730453	1080 FSL, 1508 FEL	30	148	10E
USA 11-291	4300730501	2609 FNL, 1994 FEL	11	14S	09E
USA 11-292	4300730500	2483 FNL, 664 FWL	11	148	09E
USA 10-293	4300730498	2011 FNL, 847 FEL	10	148	09E
USA 10-294	4300730497	1750 FNL, 769 FWL	10	148	09E
USA 09-295	4300730499	696 FNL, 1198 FEL	9	148	09E
Fausett 09-296	4300730455	2072 FNL, 798 FWL	9	14S	09E
USA 08-297	4300730491	789 FNL, 958 FEL	8	14S	09E
Ritzakis 08-298	4300730475	798 FNL, 2018 FWL	8	148	09E
Ritzakis 08-299	4300730479	2187 FSL, 1885 FWL	8	148	09E
Ritzakis 08-300	4300730476	2485 FSL, 1522 FEL	8	14S	09E
USA 04-302	4300730489	1076 FSL, 1860 FWL	4	14S	09E
USA 04-303	4300730490	597 FSL, 984 FEL	4	148	09E
Ritzakis 05-304	4300730473	688 FSL, 1888 FWL	5	14S	09E
Ritzakis 05-305	4300730474	1104 FSL, 1196 FEL	5	148	09E
USA 06-306	4300730492	399 FSL, 306 FEL	6	148	09E
Helper 07-307	4300730487	672 FNL, 962 FWL	7	15S	09E
USA 31-310	4300730516	624 FNL, 1238 FWL	31	15S	10E
USA 31-311	4300730517	1934 FSL, 973 FWL	31	15S	10E
USA 01-312	4301530350	1453 FNL, 1881 FEL	1	16S	09E

USA 11-314 4301530353 1262 FNL, 1136 FWL 11 16S USA 10-317 4301530352 1221 FNL, 1104 FEL 10 16S USA 12-322 4300730576 492 FSL, 495 FWL 10 15S USA 12-323 4300730577 540 FSL, 784 FEL 12 15S USA 11-324 4300730575 732 FSL, 1763 FEL 11 15S USA 14-325 4300730579 890 FNL, 1469 FEL 14 15S	09E 09E 08E 08E
USA 12-322 4300730576 492 FSL, 495 FWL 10 15S USA 12-323 4300730577 540 FSL, 784 FEL 12 15S USA 11-324 4300730575 732 FSL, 1763 FEL 11 15S USA 14-325 4300730579 890 FNL, 1469 FEL 14 15S	08E
USA 12-323 4300730577 540 FSL, 784 FEL 12 15S USA 11-324 4300730575 732 FSL, 1763 FEL 11 15S USA 14-325 4300730579 890 FNL, 1469 FEL 14 15S	
USA 11-324 4300730575 732 FSL, 1763 FEL 11 15S USA 14-325 4300730579 890 FNL, 1469 FEL 14 15S	08E
USA 14-325 4300730579 890 FNL, 1469 FEL 14 15S	
	08E
	08E
USA 13-326 4300730581 1065 FNL, 1563 FEL 13 15S	08E
USA 13-327 4300730578 1092 FNL, 941 FWL 13 15S	08E
USA 35-328 4300730583 964 FSL, 1999 FWL 35 14S	08E
Utah 09-329 4300730561 884 FSL, 1324 FEL 9 15S	09E
Utah 06-330 4300730562 938 FNL, 1564 FWL 6 15S	09E
Utah 20-333 4300730669 1069 FNL, 1460 FEL 20 15S	09E
Utah 20-334 4300730625 932 FNL, 1655 FWL 20 15S	09E
Utah 20-335 4300730626 2152 FSL, 1716 FWL 20 15S	09E
Utah 19-337 4300730623 926 FNL, 768 FEL 19 15S	09E
Utah 19-338 4300730624 1789 FSL, 1426 FEL 19 15S	09E
Utah 05-343 4301530400 1795 FNL, 1431 FWL 5 16S	09E
Utah 05-344 4301530401 1316 FSL, 1343 FWL 5 16S	09E
Utah 05-345 4301530402 908 FSL, 1449 FEL 5 16S	09E
Utah 08-354 4301530395 1073 FNL, 1914 FEL 8 16S	09E
Utah 08-355 4301530378 1673 FNL, 850 FWL 8 16S	09E
Utah 08-356 4301530379 1701 FSL, 799 FWL 8 16S	09E
Utah 08-357 4301530380 1722 FSL, 1599 FEL 8 16S	09E
Utah 09-358 4301530300 2097 FNL, 1634 FEL 9 16S	09E
Utah 09-359 4301530407 1787 FNL, 871 FWL 9 16S	09E
Utah 09-360 4301530397 1323 FSL, 881 FWL 9 16S	09E
Utah 09-361 4301530408 1564 FSL, 1998 FEL 9 16S	09E
USA 10-362 4301530424 2225 FNL, 494 FWL 10 16S	09E
USA 14-386 4300730634 592 FNL, 2236 FWL 14 15S	08E
USA 24-387 4300730612 1243 FSL, 2306 FWL 10 14S	08E
USA 24-388 4300730613 1177 FSL, 612 FEL 24 14S	08E
Utah 25-389 4300730600 737 FNL, 1976 FEL 25 14S	08E
Utah 25-390 4300730599 1540 FNL, 1354 FWL 25 14S	08E
Utah 25-391A 4300730658 1264 FSL, 1573 FWL 25 14S	08E
Utah 25-392 4300730602 2045 FSL, 1718 FEL 25 14S	09E
USA 26-393 4300730614 1666 FNL, 874 FEL 26 14S	08E
USA 26-394 4300730615 856 FSL, 2377 FWL 26 14S	08E
USA 26-395 4300730616 1927 FSL, 830 FEL 26 14S	08E
USA 35-396 4300730584 616 FNL, 1896 FEL 35 14S	08E
USA 35-397 4300730585 949 FNL, 1264 FWL 35 14S	08E
USA 20-398 4300730590 1374 FNL, 1387 FEL 20 15S	10E
USA 20-399 4300730591 1445 FSL, 1128 FEL 20 15S	10E
Utah 09-412 4300730580 1102 FSL, 1018 FWL 9 15S	10E
Utah 09-413 4300730605 1007 FNL, 1197 FWL 9 15S	10E
Utah 10-415 4301530391 1090 FNL, 557 FEL 10 16S	08E
USA 14-416 4300730646 892 FSL, 1311 FWL 14 15S	08E
USA 14-417 4300730647 1741 FSL, 1054 FEL 14 15S	09E
USA 13-418 4300730645 737 FSL, 793 FEL 13 15S	08E
USA 13-419 4300730631 2617 FSL, 1958 FEL 13 15S	08E

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USA 23-423	4300730611	408 FSL, 924 FEL	23	14S	08E
USA 34-434	4300730621	1342 FSL, 922 FEL	34	14S	08E
USA 18-435	4300730619	1868 FNL, 793 FWL	18	148	09E
USA 07-436	4300730630	3121 FNL, 871 FEL	7	148	09E
USA 03-442	4300730710	899 FNL, 553 FEL	3	15S	08E
USA 24-443	4300730651	1780 FNL, 2247 FEL	24	15S	08E
USA 24-444	4300730648	1338 FNL, 1153 FWL	24	15S	08E
USA 24-446	4300730708	1377 FNL, 2340 FWL	24	14S	08E
USA 13-447	4300730707	2044 FSL, 741 FEL	13	148	08E
USA 24-448	4300730652	2146 FSL, 2021 FEL	24	15S	08E
Utah 34-456	4300730713	755 FNL, 1377 FEL	34	148	08E
USA 13-470	4300730706	1741 FNL, 554 FEL	13	14S	08E
Utah 06-483	4300730716	2456 FSL, 988 FWL	6	15S	09E
American Quasar D1	4300730040	999 FSL, 1552 FWL	31	148	10E
Arcadia-Telonis D2	4300730093	465 FSL, 560 FEL	19	148	09E
Utah D3	4300730290	1600 FSL, 1530 FEL	18	15S	10E
Utah D4	4300730314	600 FNL, 500 FWL	24	148	09E
Fausett D5	4300730351	467 FNL, 1461 FWL	16	148	09E
Drew D6	4300730100	1300 FSL, 830 FWL	34	14S	09E
Utah D7	4301530338	1371 FSL, 1530 FEL	2	14S	09E
Utah D8	4300730431	1342 FNL, 350 FWL	12	15S	09E
Utah D9	4300730438	1960 FNL, 1487 FWL	32	14S	09E
RGC D10	4300730520	162 FNL, 1557 FEL	28	15S	09E
USA D11	4301530356	1513 FNL, 2437 FEL	13	16S	09E
Sampinos D14	4300730567	1695 FSL, 2133 FEL	16	15S	10E

LAW OFFICES

PRUITT, GUSHEE & BACHTELL

SUITE 1850 BENEFICIAL LIFE TOWER
SALT LAKE CITY, UTAH 84111-1495
(801) 531-8446
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E-MAIL: mail@pgblaw.com

SENIOR COUNSEL:

ROBERT G. PRUITT, JR. OLIVER W. GUSHEE, JR.

OF COUNSEL:

ROBERT G. PRUITT, III BRENT A. BOHMAN

January 29, 2001

HAND DELIVERED

Mr. Jim Thompson Utah Division of Oil, Gas & Mining 1594 W. North Temple Salt Lake City, UT 84116

Re: River Gas/Phillips Merger

Dear Mr. Thompson:

THOMAS W. BACHTELL A. JOHN DAVIS, III

JOHN W. ANDERSON

ANGELA L. FRANKLIN

MICHAEL S. JOHNSON

JOHN S. FLITTON

WILLIAM E. WARD

FREDERICK M. MACDONALD GEORGE S. YOUNG

As you may know, River Gas Corporation ("RGC") merged into Phillips Petroleum Company ("Phillips") effective December 31, 2000 at 11:59 p.m. I have enclosed a Certificate of Articles of Merger issued by the Utah Department of Commerce and, although duplicative, a sundry notice formally evidencing the merger for your records, and a list of all wells, including injection wells, formerly operated by RGC.

Please change the Division's records to reflect the change in operator of these wells from RGC to Phillips. All operational questions should be directed to Phillips at the following address:

Phillips Petroleum Company Attn: Billy Stacy, Operations Manager P.O. Box 3368 Englewood, CO 80155-3368 Telephone No.: (720) 344-4984

Phillips currently has a bond on file with the Division (a copy of which is enclosed for your reference), but I understand an \$80,000 Letter of Credit is in the process of being substituted.

Mr. Jim Thompson January 29, 2001 Page 2

On behalf of Phillips, I thank you for your cooperation. Should you have any further questions or concerns, please do not hesitate to contact me.

Yours very truly,

Frederick M. MacDonald

FMM:cs 2078.16 Enclosures

cc: W. H. Rainbolt Billy Stacy



Utah Department of Commerce Division of Corporations & Commercial Code

160 East 300 South, 2nd Floor, Box 146705 Salt Lake City, UT 84114-6705

Phone: (801) 530-4849 Toll Free: (877) 526-3994 Utah Residents

Fax: (801) 530-6438

Web site: http://www.commerce.state.ut.us

Registration Number: 562960-0143

PHILLIPS PETROLEUM COMPANY

Business Name: Registered Date:

JUNE 14, 1946

01/12/01

CERTIFICATE OF ARTICLES OF MERGER

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL CODE ("DIVISION") HEREBY CERTIFIES THAT

ARTICLES OF MERGER WERE FILED WITH THIS OFFICE ON DECEMBER 12, 2000 MERGING RIVER GAS CORPORATION, A CORPORATION OF THE STATE OF ALABAMA, INTO PHILLIPS PETROLEUM COMPANY, THE SURVIVING CORPORATION WHICH IS OF THE STATE OF DELAWARE, AS APPEARS OF RECORD IN THE OFFICE OF THE DIVISION.



Pi Carphal

Ric Campbell

Acting Division Director of

Corporations and Commercial Code

PAGE

Office of the Secretary of State

State of Delaware



2-12-00P04:02 RCVD

12/13/2000 188532 \$145.00

Date: 12/1:
Redelpt Number: 1885
Amount Paid: 5145

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECTED OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"RIVER GAS CORPORATION", A ALABAMA CORPORATION,

WITH AND INTO "PHILLIPS PETROLEUM COMPANY" UNDER THE NAME OF "PHILLIPS PETROLEUM COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTH DAY OF DECEMBER, A.D. 2000, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2000, AT 11:59 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

DEC 12 2000

Utek Bir. Of Corp. & Comm. Code

State of Utah
Department of Commerce
Division of Corporations and Commercial Code

I Hereby certify that the toregoing has been field and approved on this day of 120 in the office of this Division and hereby issue this Certificate thereof.

Examiner_

RIC CAMPBELL ACTING DIRECTOR

Edward J. Freel, Secretary of State
AUTHENTICATION: 0837738

DATE: 12-07-00

0064324 8100M

001609453

STATE OF DELAWARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 10:00 AM 12/06/2000 001609453 - 0064324

CERTIFICATE OF OWNERSHIP AND MERGER

OF

RIVER GAS CORPORATION

(an Alabama corporation)

into

Phillips Petroleum Company

(a Delaware corporation)

It is hereby certified that:

- 1. Phillips Petroleum Company [hereinafter sometimes referred to as the "Corporation"] is a business corporation of the State of Delaware.
- 2. The Corporation is the owner of all of the outstanding shares of each class of stock of River Gas Corporation, which is a business corporation of the State of Alabama.
- 3. The laws of the jurisdiction of organization of River Gas Corporation permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.
- 4. The Corporation hereby merges River Gas Corporation into the Corporation.
- 5. The following is a copy of the resolutions adopted on November 21, 2000 by the Board of Directors of the Corporation to merge the said River Gas Corporation into the Corporation:
 - "1. Phillips Petroleum Company, which is a business corporation of the State of Delaware and is the owner of all of the outstanding shares of River Gas Corporation, which is a business corporation of the State of Alabama, hereby merges River Gas Corporation into Phillips Petroleum Company pursuant to the provisions of the Alabama Business Corporation Act and pursuant to the

THE CHIRT CHART LOSS OF

provisions of Section 253 of the General Corporation Law of Delaware.

- "2. The separate existence of River Gas Corporation shall cease at the effective time and date of the merger pursuant to the provisions of the Alabama Business Corporation Act; and Phillips Petroleum Company shall continue its existence as the surviving corporation pursuant to the provisions of Section 253 of the General Corporation Law of Delaware.
- "3. The Articles of Incorporation of Phillips Petroleum Company are not amended in any respect by this Plan of Merger.
- "4. The issued shares of River Gas Corporation shall not be converted or exchanged in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall be surrendered and extinguished.
- "5. Each share of Phillips Petroleum Company outstanding immediately prior to the effective time and date of the merger is to be an identical outstanding share of Phillips Petroleum Company at the effective time and date of the merger.
- "6. No shares of Phillips Petroleum Company and no shares, securities, or obligations convertible into such shares are to be issued or delivered under this Plan of Merger.
- "7. The Board of Directors and the proper officers of Phillips Petroleum Company are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for."
- "This Company approves that the effective time and date of the merger herein provided for in the State of Alabama shall be 11:59 p.m. on December 31, 2000."
- "Any Vice President, the Treasurer, any Assistant Treasurer, the Secretary, any Assistant Secretary, and each of them severally, be and hereby is authorized to make, execute,

deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of these resolutions and to do or cause to be done all such acts as are necessary to give effect to the purpose and intent of the approval herein set forth."

6. This Certificate of Ownership and Merger shall be effective at 11:59 p.m. on December 31, 2000.

Executed on November 27, 2000

Phillips Petroleum Company

1. H. dofte



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office P.O. Box 45155 Salt Lake City, UT 84145-0155

In Reply Refer To: 3106 UTU-47157 et al (UT-932)

JAN 3 0 2001

NOTICE

Phillips Petroleum Company Attn: W. H. Rainbolt, Rocky Mtn. Region-Land Box 1967 Houston, TX 77251-1967

Oil and Gas

Merger Recognized

Acceptable evidence has been filed in this office concerning the merger of River Gas Corporation into Phillips Petroleum Company with Phillips Petroleum Company being the surviving entity.

The oil and gas lease files and rights-of-way files identified on the enclosed exhibit have been noted as to the merger. The exhibit is the list supplied by the representative of the companies, and verified by our computerized records. We have not adjudicated the case files to determine if the entity affected by the merger holds an interest in the leases identified, nor have we attempted to identify leases where the entity is the operator on the ground, maintaining no vested record title or operating rights interest. We are notifying the Minerals Management Service and all applicable BLM offices of the merger by a copy of this notice. If additional documentation for a change of operator is required by our Field Offices, you will be contacted by them.

By recognition of the merger the obligor is automatically changed by operation of law from River Gas Corporation to Phillips Petroleum Company on Letter of Credit No. P-207337 (BLM Bond No. UT0829). A rider to BLM Bond No. ES0048 assuming any and all liabilities of BLM Bond No. UT0829 must be submitted for approval to the Eastern States Office, Attn: Bill Forbes, 7450 Boston Boulevard, Springfield, VA 22153. After the rider is approved, the Letter of Credit will be returned to the financial institution that issued it.

ROBERT LOPEZ

Robert Lopez
Chief, Branch of
Minerals Adjudication

Enclosure
Exhibit of Leases

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DIVISION OF OIL, GAS AND MINUME cc:

Moab Field Office Vernal Field Office

Price Field Office

MMS-Reference Data Branch, MS 3130, P.O. Box 5860, Denver, CO 80217

State of Utah, DOGM, Attn: Jim Thompson (Ste. 1210), Box 145801, SLC, UT 84114

The Chase Manhattan Bank, Attn: Standby Letter of Credit Dept., 4 Chase Metrotech Center, 8th Floor Brooklyn, NY 11245

Teresa Thompson (UT-931)

LaVerne Steah (UT-942)

Pruitt, Gushee & Bachtell, Attn: Frederick M. MacDonald, Suite 1850 Beneficial Life Tower,

Salt Lake City, Utah 84111-1495

BLM, Eastern States Office (Attn: Bill Forbes)

RGC/Phillips Merger

List of Affected BLM Leases and Rights-of-Way

A. Oil & Gas Leases

UTU-47157	UTU-70219	UTU-75016
UTU-49631	UTU-70400	UTU-75019
UTU-50645	UTU-71390	UTU-75021
UTU-51584	UTU-72003	UTU-75022
UTU-53872	UTU-72004	UTU-76332
UTU-57821	UTU-72350	UTU-76334
UTU-60402	UTU-72355	UTU-77351
UTU-60925	UTU-72358	UTU-77353
UTU-61154	UTU-72377	UTU-77354
UTU-61155	UTU-72470	UTU-78408
UTU-61158	UTU-72477	UTU-78409
UTU-61547	UTU-72624	UTU-78410
UTU-61548	UTU-72723	UTU-78411
UTU-62145	UTU-72724	UTU-78412
UTU-62276	UTU-72746	UTU-78413
UTU-65298	UTU-73004	UTU-78782
UTU-65300	UTU-73075	UTU-78783
UTU-65302	UTU-73330	UTU-79150
UTU-65303	UTU-73331	UTU-79151
UTU-67621	UTU-73523	UTU-79152
UTU-67839	UTU-73752	UTU-79153
UTU-67906	UTU-73884	UTU-79154
UTU-68314	UTU-74376	UTU-79155
UTU-69449	UTU-75015	UTU-79159
		•

B. Rights-of-Way

UTU-73226	UTU-77141	UTU-77976
UTU-74319	UTU-77141-01	UTU-77989
UTU-74320	UTU-77151	UTU-77989-01
UTU-76610	UTU-77151-01	
UTU-76629	UTU-77154	

Division of Oil, Gas and Mining

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH	4-KAS
2. CDW ✓	5-870 V
3. JLT	6-FILE

Enter date after each listed item is completed

Change of Operator (Well Sold)

Designation of Agent

DRUNKARDS WASH

Operator Name Change (Only)

X Merger

FROM: (Old Operator):	TO: (New Operator):
RIVER GAS CORPORATION	PHILLIPS PETROLEUM COMPANY
Address: 6825 S. 5300 W. P. O. BOX 851	Address: P. O. BOX 3368
PRICE, UT 84501	ENGLEWOOD, CO 80155-3368
Phone: 1-(435)-613-9777	Phone: 1-(720)-344-4984
Account N1605	Account N1475

Unit:

CA No.

WELL(S)						
	API	ENTITY	SEC. TWN	LEASE	WELL	WELL
NAME	NO.	NO.	RNG	TYPE	TYPE	STATUS
USA 15-176	43-007-30450	11256	15-14S-09E	FEDERAL	GW	P
USA 15-88	43-007-30264	11256	15-14S-09E	FEDERAL	GW	P
USA 17-180A	43-007-30622	11256	17-14S-09E	FEDERAL	GW	P
USA 18-182	43-007-30417	11256	18-14S-09E	FEDERAL	GW	P
USA 18-435	43-007-30619	11256	18-14S-09E	FEDERAL	GW	P
USA 11-245	43-007-30462	11256	11-15S-08E	FEDERAL	GW	P
USA 11-244	43-007-30463	11256	11-15S-08E	FEDERAL	GW	P
USA 11-324	43-007-30575	11256	11-15S-08E	FEDERAL	GW	P
USA 12-242	43-007-30482	11256	12-15S-08E	FEDERAL	GW	P
USA 12-243	43-007-30486	11256	12-15S-08E	FEDERAL	GW	P
USA 12-322	43-007-30576	11256	12-15S-08E	FEDERAL	GW	P
USA 12-323	43-007-30577	11256	12-15S-08E	FEDERAL	GW	P
USA 13-326	43-007-30581	11256	13-15S-08E	FEDERAL	GW	P
USA 13-327	43-007-30578	11256	13-15S-08E	FEDERAL	GW	P
USA 14-325	43-007-30579	11256	14-15S-08E	FEDERAL	GW	P
USA 19-73	43-007-30392	11256	19-15S-10E	FEDERAL	GW	P
USA 19-222	43-007-30393	11256	19-15S-10E	FEDERAL	GW	P
USA 20-287	43-007-30448	11256	20-15S-10E	FEDERAL	GW	P
USA 20-288	43-007-30451	11256	20-15S-10E	FEDERAL	GW	P
USA 20-398	43-007-30590	11256	20-15S-10E	FEDERAL	GW	P

OPERATOR CHANGES DOCUMENTATION

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on:

01/29/2001

2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on:

01/29/2001

3. The new company has been checked through the Department of Commerce, Division of Corporations Database on:

02/15/2001

4.	Is the new operator registered in the State of Utah: YES Business Number: 562960-0143
5.	If NO , the operator was contacted on:
6.	Federal and Indian Lease Wells: The BLM and or the BIA has approved the (merger, name change, or operator change for all wells listed on Federal or Indian leases on:
7.	Federal and Indian Units: The BLM or BIA has approved the successor of unit operator for wells listed on: N/A
8.	for wells listed on: N/A Federal and Indian Communization Agreements ("CA"): The BLM or the BIA has approved the operator change for all wells listed involved in a CA on: N/A
9.	Underground Injection Control ("UIC") Pro: The Division has approved UIC Form 5, Transfer of Authority to Inject, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on:
D A	ATA ENTRY:
1.	Changes entered in the Oil and Gas Database on: 02/22/2001
2.	Changes have been entered on the Monthly Operator Change Spread Sheet on: 02/22/2001
3.	Bond information entered in RBDMS on: N/A
4.	Fee wells attached to bond in RBDMS on: N/A
ST	ATE BOND VERIFICATION:
1.	State well(s) covered by Bond No.: N/A
FF	E WELLS - BOND VERIFICATION/LEASE INTEREST OWNER NOTIFICATION:
1.	(R649-3-1) The NEW operator of any fee well(s) listed has furnished a bond: N/A
	The FORMER operator has requested a release of liability from their bond on: N/A The Division sent response by letter on: N/A
3.	(R649-2-10) The FORMER operator of the Fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: N/A
	LMING: All attachments to this form have been MICROFILMED on: 3-19-04
	LING: ORIGINALS/COPIES of all attachments pertaining to each individual well have been filled in each well file on:
CC	MMENTS:





DIVISION OF OIL, GAS AND MINING 5. Lease Designation and Serial Number: U <u>- 73752</u> 6. If Indian, Allottee or Tribe Name: SUNDRY NOTICES AND REPORTS ON WELLS 7. Unit Agreement Name: Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugged and abandoned wells. Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals. UTU67921X Drunkards Wash 8. Well Name and Number: 1. Type of Well: OIL ☐ GAS 💆 OTHER: USA 20-288 9. API Well Number: 2. Name of Operator: Phillips Petroleum Company 43-007-30451 10. Field or Pool, or Wildcat: 3. Address and Telephone Number: 6825 South 5300 West, P.O. Box 851, Price, UT 84501 (435) 613-9777 Drunkards Wash 4. Location of Well 1566' FSL, 1125' FWL Carbon County Footages: State: QQ, Sec., T., R., M.: NW/SW, SEC. 20, T15S, R10E, SLB & M Utah 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA NOTICE OF INTENT SUBSEQUENT REPORT (Submit in Duplicate) (Submit Original Form Only) □ New Construction Abandon New Construction □ Abandon * Pull or Alter Csg Repair Casing Pull or Alter Csg □ Repair Casing Change of Plans Reperforate Change of Plans П Recomplete Convert to Injection Vent or Flare Convert to Injection П Reperforate Water Shut-Off Fracture Treat or Acidize П Fracture Treat or Acidize Vent or Flare Chemical/Flush Treatment Water Shut-Off Other Multiple Completion 06/09/2001 Date of work completion □ Other Approximate date work will start

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

Please be advised that the above referenced well was chemically treated with 4,000 gallons of low Ph fluid & 250 gallons of 7 1/2% HCL on 06/09/01.

RECEIVED

Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.

* Must be accompanied by a cement verification report.

JUL n 2 2001

DIVISION OF OIL, GAS AND MINING

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		\vee	00 11.	111				0.6/0.5/00	.01
Name & Signature:	Rochelle Crabtree	+ oche		LOHE TO	Title:	Administrative Assistant	Date:	06/25/20	01

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STATE OF UTAH DIVISION OF OIL GAS AND MINING

ORIGINAL

GIVISION **OF** THE GAS AND MINING

DIVISION OF OIL, GAS AND MIN	VINCi
	5. Lease Designation and Serial Number:
	UTU-73752
SUNDRY NOTICES AND REPORTS OF	
•	N/A 7. Unit Agreement Name:
Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter pl Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such	aggod and abandonio wono.
1. Type of Well: OIL GAS 🛎 OTHER:	n proposals. UTU67921X Drunkards Wash 8. Well Name and Number:
1. Type of Well: OIL LI GAS & OTHER;	USA 20-288
2. Name of Operator:	9. API Well Number:
Phillips Petroleum Company	43-007-30451
3. Address and Telephone Number:	10. Field or Pool, or Wildcat:
6825 South 5300 West, P.O. Box 851, Price,	01 84501 (435) 613-9/// Drunkards Wash
4. Location of Well Footages: 1566' FSL, 1125' FWL	County: Carbon County
QQ, Sec., T., R., M.: NW/SW, SEC. 20, T15S, R10E, SLB & M	State:
	Utah
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE	OF NOTICE, REPORT, OR OTHER DATA
NOTICE OF INTENT	SUBSEQUENT REPORT
(Submit in Duplicate)	(Submit Original Form Only)
☐ Abandon ☐ New Construction ☐ Repair Casing ☐ Pull or After Csg	☐ Abandon * ☐ New Construction
	☐ Repair Casing ☐ Pull or Alter Csg ☐ Change of Plans ☐ Reperforate
☐ Change of Plans ☐ Recomplete ☐ Convert to Injection ☐ Reperforate	☐ Change of Plans ☐ Reperforate ☐ Convert to Injection ☐ Vent or Flare
☐ Fracture Treat or Acidize ☐ Vent or Flare	☐ Fracture Treat or Acidize ☐ Water Shut-Off
☐ Multiple Completion ☐ Water Shut-Off	Other Chemical/Flush Treatment
□ Other	Date of work completion 10/08/2002
Approximate date work will start	
	Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.
	Must be accompanied by a cement verification report.
	material and by a content vollacitating of
 DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and vertical depths for all markers and zones pertinent to this work.) 	give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true
Please be advised that the above referenced well was on 10/08/2002.	chemically treated with 300 gallons 15% HCI-Additives
32 20/00/2002	
	The same of the sa
	13 17 PRINCES PROJECT A NUMBER EL THE BESSEL PROPERTY.
	NOV 18 ZITZ

13.

Name & Signature: Lynnette Allred Gulled Title: Operations Clerk—Production Date: 11/07/2002

(This space for state use only)

ConocoPhillips

Re:

Notice of Address Change, Merger and Name Change

Address Change effective December 2, 2002

Merger and Name Change effective December 31, 2002

Divisions of Oil, Gas, and Mining Attn: Mr. John Baza 1594 West North Temple. Suite 1210, P. O. Box 145801 Salt Lake City, UT 84114-5801

NYS LEPISALL THESE VA

Gentlemen:

- Effective December 2, 2002, Phillips Petroleum Company will close its Englewood, Colorado Rocky Mountain Region office. After that time, all correspondence, notices and invoice for Land related matters should be directed to the address(es) noted below. Note that until December 31, 2002, all properties in which Phillips held an interest will continue to be operated by Phillips Petroleum Company, a wholly-owned subsidiary of ConocoPhillips.
- On December 31, 2002, Phillips Petroleum Company and Conoco Inc. will merge, and the surviving corporation will be renamed "ConocoPhillips Company".

In accordance with the notice provisions of the Operating Agreements and other agreements, if any, between our companies, please adjust your company/organization records, effective for address purposes as of December 2, 2002, and for company name purposes, as of January 1, 2003, to reflect the following information for addressing and delivery of notices, invoicing and payment, and communications with ConocoPhillips Company. This will also apply to Lease Sale notices and other lease-related correspondence and notifications.

U.S. Mail Address:

ConocoPhillips Company P.O. Box 2197 Houston, Texas 77252 Attn: Chief Landman, San Juan/Rockies

Physical Address & Overnight Delivery:

ConocoPhillips Company 550 Westlake Park Blvd. Three Westlake Park 3WL, Room WL 9000 Houston, Texas 77079 Attn: Chief Landman. San Juan/Rockies

All ballots and official notices/responses sent by facsimile transmission should be sent to the following contact:

Attn: Chief Landman.

San Juan/Rockies

Fax No.: 832-486-2688 or

832-486-2687

Please contact the undersigned immediately if you have any questions. This notice does not apply to royalty inquiries, joint interest billings, or revenue remittances. Please continue to use the same addresses you are currently using for these matters Weilian Painbat

Sincerely,

RECLIVED

DEC 0 2 2002

DIVISION OF OIL GAS AND MINING

	STATE OF UTA		FORM 9
	DEPARTMENT OF NATURAL DIVISION OF OIL, GAS A		5. LEASE DESIGNATION AND SERIAL NUMBER:
SUNDR	Y NOTICES AND REF	PORTS ON WELLS	6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
Do not use this form for proposals to drill	I new wells, significantly deepen existing well I laterals. Use APPLICATION FOR PERMIT	Is below current bottom-hole depth, reenter plugged v	7. UNIT or CA AGREEMENT NAME:
1 TYPE OF WELL			8. WELL NAME and NUMBER:
OIL WELL	GAS WELL C	OTHER All	See Attached List
2. NAME OF OPERATOR: Phillips Petroleum Comp	anv		9. API NUMBER: See List
3. ADDRESS OF OPERATOR:	Bartlesville STATE C	DK ZIP 74004 PHONE NUMBER: (918) 661-4	10. FIELD AND POOL, OR WILDCAT:
4. LOCATION OF WELL	erk dwire werken in die kommen bemanne Bermanne der in die der in	. In the contact Banks in the manusage parastage and the grant addition is seen, and	ATIME I DESCRIPTION OF THE PROPERTY OF THE PRO
FOOTAGES AT SURFACE: See A	Attached List		COUNTY:
QTR/QTR, SECTION, TOWNSHIP, RA	NGE, MERIDIAN:	1977年,1974年4月 『神経監 『山野久』(海藤山田 昭田田	STATE: UTAH
11. CHECK APP	ROPRIATE BOXES TO IN	IDICATE NATURE OF NOTICE	REPORT OR OTHER DATA
TYPE OF SUBMISSION	1	TYPE OF ACTIO	· · · · · · · · · · · · · · · · · · ·
	ACIDIZE	DEEPEN	REPERFORATE CURRENT FORMATION
NOTICE OF INTENT (Submit in Duplicate)	ALTER CASING	FRACTURE TREAT	SIDETRACK TO REPAIR WELL
Approximate date work will start:	CASING REPAIR	NEW CONSTRUCTION	TEMPORARILY ABANDON
	CHANGE TO PREVIOUS PLANS	OPERATOR CHANGE	TUBING REPAIR
	CHANGE TUBING	PLUG AND ABANDON	VENT OR FLARE
SUBSEQUENT REPORT	CHANGE WELL NAME	PLUG BACK	WATER DISPOSAL
(Submit Original Form Only)	CHANGE WELL STATUS	PRODUCTION (START/RESUM	WATER SHUT-OFF
Date of work completion:	COMMINGLE PRODUCING FORM	MATIONS RECLAMATION OF WELL SITE	OTHER:
	CONVERT WELL TYPE	RECOMPLETE - DIFFERENT FO	DRMATION
12. DESCRIBE PROPOSED OR C	OMPLETED OPERATIONS. Clearly:	show all pertinent details including dates, dep	ths, volumes, etc.
Conoco Inc. was merged with this merger and effect Company". We are reque	into Phillips Petroleum Corctive on the same date, the esting that a new Operator	mpany, the surviving corporatior name of the surviving corporation Number be assigned to Conoco	n, on December 31, 2002. In connection on was changed to "ConocoPhillips
Bartlesville, OK 74004. F	lerb's phone number is 918	3-661-4415.	
Current Operator Phillips Petroleum Compa	anv	New Operator ConocoPhillips Compar	N A BEOFILE
			RECEIVED
The Man		yolanda Ke	red IAN a a soon
Stave de Albuguarque		Kalanda Davar	JAN 0 8 2003
Steve de Albuque que		Yolanda Perez	DIV. OF OIL, GAS & MINING
			· .
NAME (PLEASE PRINT) Yolanda F	² erez	тітье Sr. Regul	atory Analyst
SIGNATURE Woland	e Peres	DATE 12/30/200	02
4	~		

(This space for State use only)



SECRETARY'S CERTIFICATE

I, the undersigned, Jennifer M. Garcia, Assistant Secretary of ConocoPhillips Company, formerly Phillips Petroleum Company, organized and existing under and by virtue of the laws of the State of Delaware (the "Corporation"), hereby certify that:

- 1. As Assistant Secretary I am authorized to execute this certificate on behalf of the Corporation.
- 2. The attached photocopy of the Certificate of Amendment to the Restated Certificate of Incorporation of Phillips Petroleum Company (to be renamed ConocoPhillips Company) is a true and correct copy as filed in the office of the Secretary of State of Delaware on the 12th day of December 2002, with an effective date of January 1, 2003 and such Certificate of Amendment has not been modified, amended, rescinded or revoked and is in full force and effect as of the date hereof.
- 3. The attached photocopy of the Certificate of Merger of Conoco Inc. with and into ConocoPhillips Company is a true and correct copy as filed in the office of the Secretary of State of Delaware on the 12th day of December 2002, with an effective date of December 31, 2002 and such Certificate of Merger has not been modified, amended, rescinded or revoked and is in full force and effect as of the date hereof

IN WITNESS WHEREOF, I have hereunto set my hand as Assistant Secretary and affixed the corporate seal of the Corporation this 7th day of January 2003.

Assistant Secretary ConocoPhillips Company

STATE OF TEXAS

§

COUNTY OF HARRIS

8

This instrument was acknowledged before me on January 7, 2003, by Jennifer M. Garcia, Assistant Secretary of ConocoPhillips Company, a Delaware corporation, on behalf of said Corporation.

RECEIVED

JAN 0 8 2003

DIV. OF OIL, GAS & MINING



PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "PHILLIPS PETROLEUM COMPANY", CHANGING ITS NAME FROM "PHILLIPS PETROLEUM COMPANY" TO "CONOCOPHILLIPS COMPANY", FILED IN THIS OFFICE ON THE TWELFTH DAY OF DECEMBER, A.D. 2002, AT 1:41 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2002, AT 11 O'CLOCK P.M.

JAN 0 8 2003

DIV. OF OIL, GAS & MINING

Warriet Smith Windson Secretary of State

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2183360

DATE: 01-02-03

0064324 8100

030002793

HOU03:884504.1

(THU) 12. 12 02 13:32/ST. 13:34/ARX OF DELAWARE DIVISION OF CORPORATIONS FILED 01:41 PM 12/12/2002 020763238 - 0064324

CERTIFICATE OF AMENDMENT

to the

RESTATED CERTIFICATE OF INCORPORATION

of

PHILLIPS PETROLEUM COMPANY (to be renamed ConocoPhillips Company)

Phillips Petroleum Company ("Phillips"), a corporation organized and existing under the General Corporation Law of the State of Delaware (the "DGCL"), hereby certifies that:

- 1. The amendments to Phillips' Restated Certificate of Incorporation set forth below were duly adopted in accordance with the provisions of Section 242 of the DGCL and have been consented to in writing by the sole stockholder of Phillips in accordance with Section 228 of the DGCL.
- 2. Phillips' Restated Certificate of Incorporation is hereby amended by deleting Article I thereof and replacing in lieu thereof a new Article I reading in its entirety as follows:

"The name of the corporation (which is hereinafter referred to as the "Corporation") is ConocoPhillips Company."

- 3. Phillips' Restated Certificate of Incorporation is hereby amended by deleting Section 1 of Article IV thereof and replacing in lieu thereof a new Section 1 reading in its entirety as follows:
 - "Section 1. The Corporation shall be authorized to issue 2,100 shares of capital stock, of which 2,100 shares shall be shares of Common Stock, \$.01 par value ("Common Stock")."
- 4. Pursuant to Section 103(d) of the DGCL, this amendment will become effective at 11:00 p.m., Eastern time, on December 31, 2002.

RECEIVED

JAN n 8 2003

DIV. OF OIL, GAS & MINING

IN WITNESS WHEREOF, Phillips has caused this certificate to be executed this 12th day of December, 2002.

PHILLIPS PETROLEUM COMPANY

Name:

Rick A. Harrington

Senior Vice President, Legal, and General Counsel Title:

HQU03:884504.1

RECEIVED JAN 0 8 2003

DIV. OF OIL, GAS & MINING



The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"CONOCO INC.", A DELAWARE CORPORATION,

WITH AND INTO "CONOCOPHILLIPS COMPANY" UNDER THE NAME OF "CONOCOPHILLIPS COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF DECEMBER, A.D. 2002, AT 1:44 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2002, AT 11:59 O'CLOCK P.M.

> RECEIVED JAN 0 8 2003

DIV. OF OIL, GAS & MINING

Darriet Smith Windson Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2183370

DATE: 01-02-03

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STATE OF DELAWARE (THU) | 2. | 12 | 02 | 13:35/ST. | 13:5407487496 07567749EP | 16 DIVISION OF CORPORATIONS FILED 01:44 PM 12/12/2002 020763253 - 0064324

CERTIFICATE OF MERGER

of

Conoco Inc. (a Delaware corporation)

with and into

ConocoPhillips Company (a Delaware corporation)

Phillips Petroleum Company, a Delaware corporation to be renamed ConocoPhillips Company prior to the effective time of this certificate of merger (the "Surviving Corporation"), in compliance with the requirements of the General Corporation Law of the State of Delaware (the "DGCL") and desiring to effect a merger of Conoco Inc., a Delaware corporation formerly incorporated under the name Du Pont Holdings, Inc. (the "Merging Corporation," and together with the Surviving Corporation, the "Constituent Corporations"), with and into the Surviving Corporation, and acting by its duly authorized officer, DOES HEREBY CERTIFY that:

First: As of the date hereof, the name and state of incorporation of each of the Constituent Corporations of the merger are as follows:

NAME

STATE OF INCORPORATION

PHILLIPS PETROLEUM COMPANY

Delaware

CONOCO INC.

Delaware

Second: An agreement and plan of merger has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the requirements of Section 251 of the DGCL;

Third: The name of the Surviving Corporation will be ConocoPhillips Company;

Fourth: The Certificate of Incorporation of ConocoPhillips Company immediately prior to the merger shall be the Certificate of Incorporation of the Surviving Corporation until such time as it may be amended in accordance with applicable law and the provisions thereof;

Fifth: The executed agreement and plan of merger is on file at an office of the Surviving Corporation, the address of which is 600 North Dairy Ashford, Houston, Texas 77079:

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Sixth: A copy of the agreement and plan of merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation; and

Seventh: Pursuant to Section 103(d) of the DGCL, this certificate of merger will become effective at 11:59 p.m., Eastern time, on December 31, 2002.

Dated: December 12, 2002

PHILLIPS PETROLEUM COMPANY

(a Delaware corporation)

7

Name: Rick A. Harrington

Title: Senior Vice President, Legal, and General Counsel

JAN 0 8 2003

CONOCOPHILLIPS COMPANY

Corporation - Foreign - Profit 562960-0143

EFFECTIVE 06/14/1946

UNITED STATES CORP CO
CONOCOPHILLIPS COMPANY
GATEWAY TOWER EAST STE 900
10 EAST SOUTH TEMPLE
SLC UT 84133

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DIV. OF OIL, GAS & MINING

STATE OF UTAH DEPARTMENT OF COMMERCE DIVISION OF CORPORATIONS & COMMERCIAL CODE

REGISTRATION

EFFECTIVE DATE:

06/14/1946

EXPIRATION DATE:

*RENEWAL

ISSUED TO:

CONOCOPHILLIPS COMPANY



REFERENCE NUMBER(S), CLASSIFICATION(S) & DETAIL(S)

562960-0143

Corporation - Foreign - Profit

*RENEWAL

You will need to renew your registration each anniversary date of the effective date. Exceptions: DBAs and Business Trusts renew every three (3) years from the effective date.

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API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rngn	Rngd
43-047-33750-00-00	FEDERAL 34-29	Gas Well	Р.,	29		S	19	
43-007-30782-00-00	GAROFOLA 26-482	Gas Well	Р	26	15	S	8	Е
43-007-30335-00-00	GIACOLETTO 11-113	Gas Well	Р	11	14	S	9	E
43-007-30407-00-00	GIACOLETTO 13-120	Gas Well	P	13	14	S	9	E
43-007-30345-00-00	GIACOLETTO 14-121	Gas Well	Р	14	14	S	9	E
43-007-30487-00-00	HELPER & ASSOC 07-307	Gas Well	Р	7	15	S	9	E
43-007-30459-00-00	HELPER & ASSOC 18-236	Gas Well	Р	18	15	S	9	E
43-007-30720-00-00	HELPER & ASSOC 18-308	Gas Well	Р	18	15	S	9	E
43-007-30412-00-00	HELPER & ASSOC 8-232	Gas Well	Р	8	15	S	9	E
43-007-30258-00-00	HELPER & ASSOCIATES 7-84	Gas Well	Р	7	15	S	9	E
43-007-30588-00-00	JENSEN 16-132	Gas Well	Р	16	15	S	10	
43-007-30420-00-00	KAKATSIDES 31-197	Gas Well	Р	31	14	S	9	
43-007-30296-00-00	LDS 17-133	Gas Well	Р	17	15	S	10	E
43-007-30323-00-00	PAAR 16-146	Gas Well	P	16	14	S		E
43-047-34286-00-00	PETES WASH 23-12 #1	Gas Well	Р	12	10	S	17	E
43-007-30748-00-00	PIERUCCI 25-461	Gas Well	P	25	15	S	8	E
43-007-30749-00-00	PIERUCCI 25-462	Gas Well	Р	25	15	S	8	E
43-007-30754-00-00	L	Gas Well	Р	26	15		8	
43-007-30755-00-00	PIERUCCI 26-464	Gas Well	Р	26	15	S	8	E
43-007-30745-00-00		Gas Well	Р	26	15		8	
	PINNACLE PEAK 19-171	Gas Well	Р	19	14	S	9	E
43-007-30845-00-00		Gas Well	Р	10	15	S	8	
43-007-30282-00-00		Gas Well	Р	19	15	S	10	
43-007-30283-00-00			Р	19	15		10	
43-007-30346-00-00		Gas Well	Р	30	15	S	10	E
43-015-30279-00-00		Gas Well	Р	10	16		8	
43-015-30494-00-00		Gas Well	Р	15	16		8	
	PRETTYMAN 10-15-34	Gas Well	Р	10	14	S	9	
	PRETTYMAN 11-114	Gas Well	Р	11	14	S	9	
43-007-30653-00-00		Gas Well	Р	21	15	S		E
43-007-30743-00-00		Gas Well	P	21	. 15	S		E
43-007-30747-00-00		Gas Well	Р	25	15	S	8	E
43-007-30559-00-00		Gas Well	Р	28	15	S	9	E
43-007-30518-00-00		Gas Well	Р	28	15	S	9	E
43-007-30509-00-00	RITZAKIS 03-408	Gas Well	Р	3	14	S	9	E
43-007-30473-00-00	RITZAKIS 5-304	Gas Well	Р	5	14	S	9	E
43-007-30474-00-00		Gas Well	Р	5	14		9	E
43-007-30475-00-00	**************************************		Р	8	14	S	9	E
43-007-30479-00-00			Р	8	14	S	9	E
43-007-30476-00-00		Gas Well	Р	8	14	S	9	E
	ROBERTSON 32-127	····	Р	32	14		10	
43-007-30610-00-00	SAMPINOS 16-131		Р	16	15		10	
43-007-30723-00-00			Р	16	15		10	
43-007-30765-00-00			Р	16	15		10	
43-007-30800-00-00			Р	22	14		8	
43-007-30130-00-00			Р	25	14		9	E
43-007-30142-00-00			P	36	14		9	
	STELLA-HAMAKER 10-174		P	10	15		8	
43-007-30746-00-00			P	23	15		8	
43-007-30319-00-00			P	15	14		9	E
43-007-30322-00-00			P	16	14		9	
43-007-30322-00-00	T		P	19	14		9	
43-007-30299-00-00			P	19	14		9	
43-007-30327-00-00			P	20	14		9	
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API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rnan	Rnad
43-007-30631-00-00	USA 13-419	Gas Well	Р	13	15			E
43-007-30707-00-00	USA 13-447	Gas Well	Р	13	14			E
43-007-30706-00-00	USA 13-470	Gas Well	Р	13	14			E
43-007-30789-00-00		Gas Well	Р	13	14		8	E
43-007-30790-00-00	USA 13-475	Gas Well	Р	13	14		8	E E
43-007-30568-00-00	USA 13-91	Gas Well	Р	13	14		9	E
43-007-30404-00-00	USA 14-122	Gas Well	Р	14	14			E
43-015-30418-00-00	USA 1-425	Gas Well	Р	1	16		9	Ē
43-007-30579-00-00	USA 14-325	Gas Well	Р	14	15			E
43-007-30634-00-00	USA 14-386	Gas Well	Р	14	15		8	E
43-007-30646-00-00	USA 14-416	Gas Well	Р	14	15		8	E
43-007-30647-00-00	USA 14-417	Gas Well	Р	14	15		8	
43-007-30791-00-00	USA 14-476	Gas Well	Р	14	14		8	E
43-007-30792-00-00	USA 14-477	Gas Well	Р	14	14		8	E
43-007-30529-00-00	USA 14-74	Gas Well	Р	14	14		9	E
43-007-30263-00-00	USA 14-75	Gas Well	Р	14	14		9	E
43-007-30450-00-00	USA 15-176	Gas Well	Р	15	14		9	Ē
43-007-30423-00-00	USA 15-177	Gas Well	P	15	14		9	Ē
43-007-30690-00-00	USA 15-420	Gas Well	Р	15	15		8	Ē
43-007-30691-00-00	USA 15-422	Gas Well	Р	15	15		8	E
43-007-30264-00-00	USA 15-88	Gas Well	Р	15	14		8 9	- 1
43-007-30422-00-00	USA 17-179	Gas Well	Р	17	14		9	E
43-007-30622-00-00	USA 17-180A	Gas Well	Р	17	14		9	E
43-007-30618-00-00	USA 18-181	Gas Well	Р	18	14		9	F
43-007-30417-00-00	USA 18-182	Gas Well	Р	18	14		9	E
43-007-30619-00-00		Gas Well	Р	18	14		9	
43-007-30393-00-00		Gas Well	Р	19	15		10	
43-007-30392-00-00			P I	19	15		10	
43-007-30448-00-00			P	20	15		10	
43-007-30451-00-00			P	20	15		10	
43-007-30590-00-00			Р	20	15		10	
43-007-30591-00-00			P	20	15	s	10	
43-007-30424-00-00			Р	21	14	Š	9	
43-007-30425-00-00			P	21	14		9	E
43-007-30426-00-00			Р	22	14		9	Ē
43-007-30477-00-00			P	22	14		9	
43-007-30700-00-00			P	22	15		8	
43-007-30611-00-00			Р	23	14		8	
43-007-30650-00-00			P	23	15		8	E
43-007-30704-00-00			Р	23	15		8	
43-007-30503-00-00			Р	23	15		8	
43-007-30793-00-00			Р	23	14		8	
43-007-30794-00-00			P	23	14		8	
43-007-30795-00-00			Р	23	14		8	
43-007-30469-00-00			P	24	14		8	E
43-007-30612-00-00			Р	24	14		8	
43-007-30613-00-00			Р	24	14		8	
43-007-30651-00-00			Р	24	15		8 1	
43-007-30648-00-00			P	24	15		8	
43-007-30708-00-00			P	24	14	1	8 1	
43-007-30652-00-00			P	24	15		8 1	
43-007-30705-00-00 L			P	24	15		8 1	
43-007-30505-00-00			P	25	15		8 1	
43-007-30614-00-00 L			P	26	14		8	
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API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rngn	Rngd
43-007-30430-00-00	UTAH 06-223	Gas Well	Р	6	15			E
43-007-30562-00-00	UTAH 06-330	Gas Well	Р	6	15	S	9	E
43-007-30716-00-00	UTAH 06-483	Gas Well	Р	6	15			E
43-007-30409-00-00	UTAH 07-234	Gas Well	Р	7	15			E
43-007-30421-00-00	UTAH 07-235	Gas Well	Р	7	15	S		E
43-007-30411-00-00	UTAH 08-231	Gas Well	Р	8	15		9	E
43-007-30488-00-00	UTAH 08-233	Gas Well	Р	8	15		9	
43-015-30464-00-00	UTAH 08-354	Gas Well	Р	8	16		9	
43-015-30378-00-00	UTAH 08-355	Gas Well	Р	8	16		9	
43-015-30379-00-00	UTAH 08-356	Gas Well	Р	8	16		9	
43-015-30380-00-00	UTAH 08-357	Gas Well	Р	8	16		9	
43-007-30449-00-00	UTAH 09-227	Gas Well	Р	9	15		9	
43-007-30561-00-00	UTAH 09-329	Gas Well	Р	9	15			Е
43-015-30300-00-00	UTAH 09-358	Gas Well	Р	9	16			E
43-015-30407-00-00	UTAH 09-359	Gas Well	Р	9	16			E
43-015-30397-00-00	UTAH 09-360	Gas Well	Р	9	16		9	E
43-015-30408-00-00	UTAH 09-361	Gas Well	Р	9	16		9	
43-007-30580-00-00	UTAH 09-412	Gas Well	Р	9	15		10	
43-007-30605-00-00	UTAH 09-413	Gas Well	Р	9	15	S	10	
43-007-30657-00-00	UTAH 09-450	Gas Well	Р	9	15	S	10	E
43-007-30722-00-00	UTAH 09-453	Gas Well	Р	9	15	S	10	E
43-007-30302-00-00	UTAH 10-01-36	Gas Well	Р	10	15		9	
43-007-30298-00-00	UTAH 10-219	Gas Well	Р	10	15	S	9	
43-007-30432-00-00	UTAH 10-220	Gas Well	P	10	15	S	9	E
43-007-30303-00-00	UTAH 10-221	Gas Well	Р	10	15		9	E
43-007-30228-00-00	UTAH 11-50	Gas Well	Р	11	15	S	9	
43-007-30229-00-00	UTAH 11-51	Gas Well	Р	11	15	S	9	E
43-007-30230-00-00	UTAH 11-52	Gas Well	Р	11	15		9	E
43-007-30231-00-00		Gas Well	Р	11	15		9	
43-007-30467-00-00		Gas Well	Р	1	15		8	
43-007-30210-00-00		Gas Well	Р	12	15	S	9	E
43-007-30232-00-00		Gas Well	Р	12	15	S	9	
43-007-30233-00-00		Gas Well	Р	12	15		9	E
43-007-30234-00-00		Gas Well	Р	12	15		9	
43-015-30493-00-00		Gas Well	Р	13	16		8	E
43-015-30301-00-00		Gas Well	Р	13	16		8	
43-007-30243-00-00		Gas Well	P	13	15		9	
43-007-30244-00-00		Gas Well	Р	13	15		9	
43-007-30245-00-00			Р	13	15		9	
43-007-30246-00-00			Р	13	15		9	
43-007-30439-00-00			Р	13	14		9	
43-007-30220-00-00			Р	1	15		9	
43-007-30221-00-00	····		Р	1	15		9	
43-007-30222-00-00			P	1	15		9	
43-007-30223-00-00			Р	1	15		9	
43-015-30330-00-00	1		P	14	16		8	
43-015-30331-00-00			Р	14	16		8	
43-007-30239-00-00			Р	14	15		9	
43-007-30240-00-00			Р	14	15		9 1	
43-007-30241-00-00			P	14	15		9 1	
43-007-30242-00-00			P	14	15		9	
43-015-30334-00-00			Р	15	16		8	
43-007-30416-00-00			Р	17	15		10 l	
43-007-30277-00-00	UTAH 17-102	Gas Well	P	17	15	s	10 I	Ξ

API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rngn	Rngd
43-007-30255-00-00	UTAH 24-80	Gas Well	Р	24	15			E
43-007-30256-00-00	UTAH 24-81	Gas Well	Р	24	15	S	9	E
43-007-30267-00-00	UTAH 24-86	Gas Well	Р	24	15	S	9	E
43-007-30375-00-00	UTAH 24-87	Gas Well	Р	24	15	S		Ε
43-007-30227-00-00	UTAH 2-49	Gas Well	Р	2	15			E
43-007-30157-00-00	UTAH 25-11-7	Gas Well	Р	25	14			E
43-007-30399-00-00		Gas Well	Р	25	15		9	
43-007-30400-00-00	UTAH 25-252	Gas Well	Р	25	15		9	
43-007-30401-00-00	UTAH 25-253	Gas Well	Р	25	15		9	
43-007-30402-00-00	UTAH 25-254	Gas Well	Р	25	15		9	
43-007-30600-00-00		Gas Well	Р	25	14		8	
43-007-30599-00-00		Gas Well	Р	25	14		8	
43-007-30658-00-00		Gas Well	Р	25	14			E
43-007-30602-00-00		Gas Well	Р	25	14			E
43-007-30206-00-00		Gas Well	Р	25	14			E
43-015-30519-00-00		Gas Well	Р	25	16		8	F
43-007-30156-00-00		Gas Well	Р	25	14		8	F
43-007-30204-00-00		Gas Well	P	26	14		9	늗
43-007-30205-00-00		Gas Well	P	26	14		9	
43-007-30181-00-00	···········	Gas Well	P	26	14		9	
43-007-30446-00-00		Gas Well	P	26	15		9	
43-007-30445-00-00		Gas Well	Р	26	15		9	
43-007-30444-00-00		Gas Well	P	26	15		9	
43-007-30514-00-00		Gas Well	P	26	15		9	
43-015-30541-00-00		Gas Well	P	26	16		8	
43-015-30542-00-00		Gas Well	P	26	16		8	
43-015-30544-00-00		Gas Well	P	26	16		8	
43-007-30202-00-00		Gas Well	P	26	14		9	
43-007-30395-00-00		Gas Well	P	27	14		9	
43-007-30292-00-00		Gas Well	P	27	14		9	
43-007-30457-00-00		Gas Well	P	27	15		9	
43-007-30458-00-00		Gas Well	P	27	15		9	=-1
43-007-30712-00-00		Gas Well	P	27	14		8	
43-007-30714-00-00		Gas Well	P	27	14		8	
43-007-30777-00-00			P	27	14		8	
43-015-30545-00-00			P	27	16		8	
43-007-30193-00-00		Gas Weil	P	27	14		9 1	
43-007-30186-00-00			P		14		9 1	
43-007-30396-00-00			P	27 28	14		9 1	
43-007-30390-00-00			P					
43-007-30293-00-00			P	28	14		9 1	
43-007-30293-00-00				28	14		9 1	
43-007-30551-00-00			P	28	14		9 8	
43-007-30560-00-00			P	28	15		9 [
			P	28	15		9 [
43-007-30405-00-00			P	29	14		9 [
43-007-30427-00-00			P	29	14		9 1	
43-007-30739-00-00			P	29	15		9 1	
43-007-30740-00-00			P	29	15		9 [
43-007-30741-00-00			P	29	15		9 E	
43-007-30742-00-00			P	29	15		9 [
43-007-30262-00-00			Р	30	14		10 E	
43-007-30185-00-00			P	30	14		10 E	
43-007-30265-00-00 l			P	30	14		9 8	
43-007-30344-00- 0 0	JTAH 30-196	Gas Well	Р	30	14	s	9 6	≣

API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rngn	Rngd
43-007-30178-00-00		Gas Well	Р	36	14	S	9	E
43-007-30341-00-00		Gas Well	P	36	15	S	9	E
43-007-30343-00-00	UTAH 36-136	Gas Well	Р	36	15	S	9	E
43-007-30342-00-00		Gas Well	Р	36	15		9	E
43-007-30315-00-00	UTAH 36-162	Gas Well	Р	36	14	S	8	E
43-007-30316-00-00	UTAH 36-163	Gas Well	Р	36	14	S	8	E
43-007-30317-00-00	UTAH 36-164	Gas Well	Р	36	14		8	E
43-007-30318-00-00	UTAH 36-165	Gas Well	Р	36	14		8	E
43-007-30144-00-00	UTAH 36-9-5	Gas Well	Р	36	14		9	E
43-015-30341-00-00	UTAH 4-280	Gas Well	Р	4	16	S	9	E
43-015-30342-00-00	UTAH 4-282	Gas Well	Р	4	16	S	9	E
43-007-30384-00-00		Gas Well	Р	5	15		9	E
43-007-30269-00-00	UTAH 5-94	Gas Well	Р	5	15		10	E
43-007-30270-00-00	UTAH 5-95	Gas Well	Р	5	15	S	10	E
43-007-30271-00-00	UTAH 5-96	Gas Well	Р	5	15	S	10	E
43-007-30217-00-00	UTAH 6-38	Gas Well	Р	6	15	S	10	E
43-007-30218-00-00	UTAH 6-39	Gas Well	Р	6	15		10	E
43-007-30219-00-00		Gas Well	Р	6	15		10	
43-007-30254-00-00	UTAH 6-41	Gas Well	Р	6	15		10	E
43-007-30235-00-00	UTAH 7-57	Gas Well	Р	7	15	S	10	E
43-007-30236-00-00		Gas Well	Р	7	15	S	10	E
43-007-30237-00-00	UTAH 7-59	Gas Well	Р	7	15	S	10	
43-007-30238-00-00	UTAH 7-60	Gas Well	Р	7	15		10	
43-007-30275-00-00		Gas Well	Р	8	15		10	
43-007-30410-00-00	UTAH 8-230	Gas Well	Р	8	15	S	9	
43-007-30272-00-00	UTAH 8-97	Gas Well	Р	8	15	S	10	E
43-007-30285-00-00	UTAH 8-98X	Gas Well	Р	8	15		10	E
43-007-30274-00-00		Gas Well	Р	8	15		10	
43-007-30413-00-00		Gas Well	Р	9	15	S	9	E
43-007-30414-00-00	UTAH 9-229	Gas Well	P	9	15		9	E
43-007-30279-00-00		Gas Well	P	30	14	S	10	E
43-007-30481-00-00	WOOLSTENHULME 05-266	Gas Well	Р	5	15	S	10	E
43-015-30250-00-00	UTAH 16-110	Gas Well	Shut_In	16	16		9	E



United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Eastern States Office 7450 Boston Boulevard Springfield, Virginia 22153

IN REPLY REFER TO 3106.8(932.34)WF

January 16, 2003

NOTICE

ConocoPhillips Company P.O. Box 7500 Bartlesville, Oklahoma 74005 Oil & Gas Leases

Merger/Name Change Recognized

Acceptable evidence was received in this office on January 14, 2003, concerning the change of name of Phillips Petroleum Company to ConocoPhillips Company and the merger of Conoco Incorporated into ConocoPhillips Company on Federal oil and gas leases, with ConocoPhillips Company being the surviving entity.

The Secretary of the State of Delaware certified the effective date of this merger effective December 31, 2002.

The oil and gas lease files identified on the enclosed exhibit have been noted to the merger. The exhibit was compiled from a list of leases obtained from your list of leases. Eastern States has not abstracted the lease files to determine if the entities affected by this merger hold an interest in the leases identified nor have we attempted to identify leases where the entities are the operator on the ground maintaining no vested record title or operating rights interest. We are notifying the Minerals Management Service and all applicable Bureau of Land Management offices of this merger and name change by a copy of this notice. If additional documentation for changes of operator are required by our Field Offices, you will be contacted by them.

If you identify other leases in which the merging entity maintain an interest, please contact this office and we will appropriately document those files with a copy of this Notice.

By Operation of law the name of the principal on Nationwide Oil and Gas Bond held by Conoco Incorporated (ES0085) has been changed to ConocoPhillips Company.

If you have any questions, please contact Bill Forbes at 703-440-1536.

Shallet B. Faches

Wilbert B. Forbes
Land Law Examiner
Branch of Use Authorization
Division of Resources Planning, Use
and Protection

OPERATOR CHANGE WORKSHEET

ROUTING

1. GLH 2. CDW

3. FILE

Designation of Agent/Operator

Change of Operator (Well Sold)

5. If **NO**, the operator was contacted contacted on:

Operator Name Change

X Merger

The operator of the well(s) listed below has changed,	effective:	12-31-02	-			
FROM: (Old Operator):		TO: (New O ₁	perator):	,		
PHILLIPS PETROLEUM COMPANY	1	CONOCOPHII	LLIPS CON	1PANY		
Address: 980 PLAZA OFFICE		Address: P O E				
BARTLESVILLE, OK 74004		HOUSTON, T	X 77252		_ _	<u> </u>
Phone: 1-(918)-661-4415	1	Phone: 1-(832)				
Account No. N1475	j	Account No.				
CA No.	<u> </u>	Unit:	DRUNKA	RDS WASI	Ŧ	
WELL(S)			-	"		
	SEC TWN	API NO	ENTITY	LEASE	WELL	WELL
NAME	RNG		NO	TYPE	TYPE	STATUS
UTAH 18-72	18-15S-10E	43-007-30250	11256	STATE	GW	Р
POWELL 19-104		43-007-30282		FEE	GW	P
POWELL 19-105		43-007-30283		FEE	GW	P
USA 19-73	19-15S-10E	43-007-30392	11256	FEDERAL	GW	P
USA 19-222	19-15S-10E	43-007-30393	11256	FEDERAL	GW	P
USA 20-287	20-15S-10E	43-007-30448	11256	FEDERAL	GW	P
USA 20-288		43-007-30451		FEDERAL	GW	P
JSA 20-398		43-007-30590		FEDERAL		P
JSA 20-399		43-007-30591		FEDERAL		P
POWELL 30-173		43-007-30346		FEE	GW	P
JSA 30-251		43-007-30403		FEDERAL		P
JSA 30-289		43-007-30452		FEDERAL		P
USA 30-290		43-007-30453		FEDERAL		P
USA 31-310		43-007-30516		FEDERAL		P
USA 31-311		43-007-30517		FEDERAL		P
UTAH 13-550		43-015-30301		STATE	GW	P
JTAH 14-551		43-015-30330		STATE	GW	P
JTAH 14-552		43-015-30331		STATE	GW	P
UTAH 22-568	22-16S-08E	43-015-30534	11256	STATE	GW	P
JTAH 22-570	22-16S-08E	43-015-30536	11256	STATE	GW	P
OPERATOR CHANGES DOCUMENTATION Enter date after each listed item is completed 1. (R649-8-10) Sundry or legal documentation was received f	rom the FOR	MER operator	on:	01/08/2003		
 (R649-8-10) Sundry or legal documentation was received f The new company has been checked through the Departm 		•	01/08/2003	•	ase on:	02/03/2003
Is the new operator registered in the State of Utah:		Business Numb	-	562960-0143		

6.	(R649-9-2)Waste Management Plan has been received on: <u>IN PLACE</u>
7.	Federal and Indian Lease Wells: The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: 01/14/2003
8.	Federal and Indian Units: The BLM or BIA has approved the successor of unit operator for wells listed on: 01/14/2003
9.	Federal and Indian Communization Agreements ("CA"): The BLM or BIA has approved the operator for all wells listed within a CA on: 01/14/2003
10	D. Underground Injection Control ("UIC") The Division has approved UIC Form 5, Transfer of Authority to Inject, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A
	ATA ENTRY:
1.	Changes entered in the Oil and Gas Database on: 02/11/2003
2.	Changes have been entered on the Monthly Operator Change Spread Sheet on: 02/11/2003
3.	Bond information entered in RBDMS on: N/A
4.	Fee wells attached to bond in RBDMS on: N/A
S7 1.	State well(s) covered by Bond Number: 8140-60-24
	EDERAL WELL(S) BOND VERIFICATION: Federal well(s) covered by Bond Number: 8015-16-69
	IDIAN WELL(S) BOND VERIFICATION: Indian well(s) covered by Bond Number: N/A
	EE WELL(S) BOND VERIFICATION: (R649-3-1) The NEW operator of any fee well(s) listed covered by Bond Number 6196922
	The FORMER operator has requested a release of liability from their bond on: N/A The Division sent response by letter on: N/A
	EASE INTEREST OWNER NOTIFICATION: (R649-2-10) The FORMER operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: N/A
CC	DMMENTS: